

MINUTES OF THE NOVEMBER 7, 2025 MEETING
OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA

The Board of Trustees of The University of Alabama met in the Bryant Conference Center in Tuscaloosa on Friday, November 7, 2025. President pro tempore Scott M. Phelps chaired the meeting. Mark D. Foley, Jr. served as Secretary.

On roll call, the following Trustees were present:

The Honorable Angus R. Cooper III, Trustee from
the First Congressional District;

The Honorable Harris V. Morrissette, Trustee from
the First Congressional District;

The Honorable Mike Brock, Trustee from
the Second Congressional District;

The Honorable W. Davis Malone III, Trustee from
the Second Congressional District;

The Honorable J. Steven Roy, Trustee from
the Third Congressional District;

The Honorable Kenneth L. Vandervoort, M.D., Trustee from
the Third Congressional District;

The Honorable Scott M. Phelps, President pro tempore and Trustee
from the Fourth Congressional District;

The Honorable Evelyn VanSant Mauldin, Trustee from
the Fourth Congressional District;

The Honorable Ronald W. Gray, Trustee from
the Fifth Congressional District;

The Honorable Jeff Gronberg, Trustee from
the Fifth Congressional District;

The Honorable O.B. Grayson Hall, Jr., Trustee from
the Sixth Congressional District;

The Honorable Myla E. Calhoun, Trustee from
the Sixth Congressional District;

The Honorable Karen P. Brooks, Trustee from
the Seventh Congressional District;

The Honorable Barbara Humphrey, Trustee from
the Seventh Congressional District;

The Honorable Kenneth O. Simon, Trustee from
the Seventh Congressional District,

The meeting was also attended by UA System Chancellor Sid J. Trant; UA President Dr. Peter J. Mohler; UAB President Ray L. Watts, M.D.; UAH President Dr. Charles L. Karr; and support staff from the System Office, the three campuses, and the UAB Health System. UAB Health System Authority CEO Dawn Bulgarella was unable to attend.

Faculty representatives to the Board Dr. Matthew Hudnall from UA, Dr. Daniel Givan from UAB, and Dr. Andrea Word from UAH were in attendance. Student representatives to the Board Lucy Bonhaus from UA, Saad Khan from UAB, and Christopher Pinckard from UAH were also in attendance.

UA System Vice Chancellor for System Communications Lynn Cole introduced Williesha Morris, *AL.com*; Avery Boyce, *CBS 42*; Victor Hagan and Grace Mayfield, *The Crimson White*; Ken Roberts, *The Tuscaloosa News*; and Trish Crain, *Alabama Daily News*. She also welcomed any additional members of the media or the public who were viewing the meeting by livestream.

Pro tem Phelps welcomed all in attendance.

Pro tem Phelps asked if there were any objections to adopting the agenda as presented. Hearing none, the agenda, a copy of which is attached hereto as Exhibit A, was unanimously adopted.

Pro tem Phelps noted a consent agenda was provided in advance of the meeting for review by the Board. Pro tem Phelps called for a motion to approve the items on the consent agenda. Trustee Malone moved to approve the consent agenda, and the motion was duly seconded. Pro tem Phelps asked if there were any questions or comments. Hearing none, Pro tem Phelps then called for a vote, and the Board unanimously approved the items on the consent agenda.

Approving the Acquisition of Southview Medical Group, P.C

RESOLUTION

WHEREAS, UAB St. Vincent's Birmingham ("UABSTV Birmingham") is a non-profit corporation that owns and operates a hospital and provides related medical services on its campus in Birmingham; and

WHEREAS, Southview Medical Group, P.C., an Alabama professional corporation ("Southview") is a multi-specialty medical practice with an office located on the campus of UABSTV Birmingham, among other locations; and

WHEREAS, UABSTV Birmingham desires to acquire substantially all of the assets owned by Southview, accept assignment of identified contracts and employ the physicians and other clinical and non-clinical employees who work at Southview (the "Transaction"), and has entered into a Letter of Intent, dated October 7, 2025 (the "Letter of Intent"); and

WHEREAS, the Transaction will allow UABSTV Birmingham to continue to provide high quality primary and specialized care to patients in Birmingham and other communities served by UABSTV Birmingham; and

WHEREAS, it has been determined to be in the best interest of The Board of Trustees of The University of Alabama (the "UA Board"), acting through its wholly-owned indirect subsidiary UABSTV Birmingham, for UABSTV Birmingham, or an affiliate of UABSTV Birmingham, to acquire Southview and enter into certain related agreements necessary to consummate the Transaction (the "Transaction Documents"), all as contemplated in the Letter of Intent; and

WHEREAS, the UAB Health System Authority Board has approved the Transaction, and has recommended approval of the same to the UA Board;

NOW, THEREFORE, BE IT RESOLVED by the UA Board that the acquisition of Southview and the employment of the physicians and other clinical and non-clinical staff of Southview, is hereby approved, and UABSTV Birmingham or an affiliate of UABSTV Birmingham is approved to negotiate and execute (i) an Asset Purchase Agreement, (ii) Employment Agreements, and (iii) such other Transaction Documents as may be deemed necessary and advisable to consummate the Transaction on the same or substantially the same terms as set forth in the Letter of Intent, provided, however, that any significant variation from the Letter of Intent shall require further consideration and approval from the UA Board;

FURTHER RESOLVED by the UA Board that Dawn Bulgarella, Chief Executive Officer of UABSTV Birmingham, or those officers named in the most recent Board Resolution granting signature authority for UABSTV Birmingham or an affiliate of UABSTV Birmingham, are hereby authorized to execute the Transaction Documents and any other recommended Agreements and to take all other actions necessary to complete the acquisition of Southview under the terms stated above and as set out in the Letter of Intent and the Transaction Documents.

Approving the procurement and installation of Replacement and Additional Infant Warmers for the Regional Neonatal Intensive Care Unit (RNICU) at University Hospital

RESOLUTION

WHEREAS, University Hospital, an operating entity of The Board of Trustees of The University of Alabama (“UA Board”) managed by UAB Medicine Enterprise and part of the UAB Health System Authority (“Health System”), in furtherance of its mission to provide a continuum of health services of the highest quality, operates the Regional Newborn Intensive Care Unit (RNICU) located on the 3rd floor of the Women and Infants’ Center; and

WHEREAS, the RNICU utilizes infant warmers for the care of its neonatal patient population; and

WHEREAS, replacement of the existing infant warmers is necessary since the units are at end of life and end of service support as of December 31, 2023; and

WHEREAS, UAB Hospital recommends acquiring the GE Giraffe Omnibed Carestation which offers a state-of-the-art neonatal microenvironment by integrating the advanced thermoregulation of a closed incubator with the accessibility of an open warmer; and

WHEREAS, the RNICU developed an evidence-based, standardized quality improvement initiative that focuses on improving outcomes of infants born at less than 28 weeks gestation for the first 7 days after birth known as the Golden Week™ program; and

WHEREAS, University Hospital plans to replace 28 existing infant warmers and acquire 12 additional units to support the demand and expansion of the Golden Week™ program; and

WHEREAS, pricing is based on Vizient Contract (CE3333); and

WHEREAS, the Total Project Cost associated with the replacement of GE Infant Carestations is as follows:

A. EQUIPMENT - GE Giraffe OmniBed Carestations	<u>\$1,847,969</u>
B. CONTINGENCY	<u>\$0</u>
C. OTHER (Medical gas accessories)	<u>\$88,100</u>
D. TOTAL PROJECT COST	<u>\$1,936,069</u>

WHEREAS, the Project is funded from the Hospital's Plant Fund, and is included in the Hospital's FY 2025/2026 Annual Capital Development Plan; and

WHEREAS, the UAB Health System Authority Board of Directors have reviewed and recommend approval of this Project;

NOW, THEREFORE, BE IT RESOLVED BY THE UA BOARD, that it hereby authorizes R. Andrew Hollis, Chief Financial Officer, UAB, or his designee to act for and in the name of the Board to execute an agreement with GE Healthcare to acquire the GE Giraffe Omnibed Carestations and necessary accessories for a total project cost not to exceed \$1,936,069.

Approving the procurement and installation of a Single Photon Emission Computed Tomography with CT (SPECT/CT) imaging system at University Hospital

RESOLUTION

WHEREAS, University Hospital, an operating entity of The Board of Trustees of The University of Alabama ("UA Board") managed by UAB Medicine Enterprise and part of the UAB Health System Authority ("Health System"), in furtherance of its mission to provide a continuum of health services of the highest quality, offers Single Photon Emission Computed Tomography/Computed Tomography (SPECT/CT) imaging services for diagnosis and treatment of various clinical conditions; and

WHEREAS, University Hospital has determined the need to purchase and install a new SPECT/CT scanner to increase capacity, improve access, and provide better imaging capabilities to address the diagnosis and therapy needs of cancer, cardiovascular, and other patients; and

WHEREAS, University Hospital has conducted a thorough clinical and technical analysis of available systems and determined that the StarGuide SPECT/CT system (“Equipment”) from GE Precision Healthcare LLC, will best address the clinical care needs of the hospital’s patients; and

WHEREAS, the Equipment will provide better image quality, faster scan times, and greater diagnostic information for the treatment of a variety of clinical conditions; and

WHEREAS, the pricing is based on Vizient Contract (XR 0895); and

WHEREAS, the Total Project Cost is as follows:

A. CONSTRUCTION	<u>\$961,000</u>
B. ARCHITECT/ENGINEER (Fixed Fee)	<u>\$87,665</u>
C. SURVEYS, TESTING, INSPECTIONS	<u>\$32,200</u>
D. MOVABLE EQUIPMENT & FURNISHINGS	<u>\$162,753</u>
E. CONTINGENCY	<u>\$96,100</u>
F. OTHER	<u>\$11,500</u>
G. EQUIPMENT - GE StarGuide SPECT/CT	<u>\$1,364,596</u>
H. PROJECT MANAGEMENT FEES (3.5%)	<u>\$33,635</u>
I. TOTAL PROJECT COST	<u>\$2,749,449</u>

WHEREAS, the Project is funded from the Hospital’s Plant Fund, and is included in the Hospital’s FY 2025/26 Annual Capital Development Plan; and

WHEREAS, the UAB Health System Authority Board of Directors have reviewed and recommend approval of this Project;

NOW, THEREFORE, BE IT RESOLVED BY The Board of Trustees of The University of Alabama that R Andrew Hollis, Chief Financial Officer, UAB, or those officers named in the most recent Board resolution granting signature authority for University Hospital, is authorized to act for and in the name of the Board to execute an agreement with GE Precision Healthcare LLC to acquire the StarGuide SPECT/CT System and undertake the necessary renovations to install the Equipment for a total Project cost not to exceed \$2,749,449.

Granting authorization to execute an Amendment to the Use, License, and Service Agreement with Intuitive Surgical, Inc. for an ION Endoluminal System at UAB St. Vincent's East Hospital

RESOLUTION

WHEREAS, UAB St. Vincent's East Hospital (UABSTVE), in furtherance of its mission to provide a continuum of health services of the highest quality, operates a program for the diagnosis and treatment of patients with suspected or diagnosed lung cancer and other pulmonary diseases; and

WHEREAS, UABSTVE desires to be a regional leader in advanced pulmonary diagnostics and enhance its multidisciplinary lung cancer care program; and

WHEREAS, precise access to peripheral lung nodules is critical for the early detection and treatment of patients suspected of lung cancer; and

WHEREAS, the ION Endoluminal System from Intuitive Surgical offers the advanced navigational bronchoscopy technology necessary to support minimally invasive access to conduct biopsies and diagnose peripheral lung nodules; and

WHEREAS, the use of the ION Endoluminal System will reduce diagnostic delays and procedural complications, and improve quality of care and clinical outcomes; and

WHEREAS, Intuitive Surgical has proposed an Agreement for a seven-year term under which it will provide for UABSTVE use of one ION Endoluminal System and associated hardware, software, and licenses ("Equipment") for a fixed fee of \$1,234 per use; and

WHEREAS, Intuitive Surgical will provide periodic on-site education and support for the proper operation of the Equipment, as well as provide necessary maintenance and service of the Equipment within the aforementioned fixed fee; and

WHEREAS, UABSTVE will have the opportunity to upgrade the Equipment to the latest technology during the term of the Agreement for a price to be negotiated in good faith between UABSTVE and Intuitive Surgical; and

WHEREAS, UABSTVE has determined that the proposed Agreement is financially sound and best meets the needs for its lung cancer program; and

WHEREAS, UAB Health System proposes to acquire use of this Equipment at UABSTVE via an amendment to an existing use, license, and service agreement with Intuitive Surgical approved by the Board of Trustees of The University of Alabama in a meeting held on February 5, 2021 ("Original Agreement"); and

WHEREAS, the UAB Health System Authority Board of Directors have reviewed and recommend approval of this item;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Dawn Bulgarella, Chief Executive Officer of UAB St. Vincent's Health System, or her designee, is authorized to act for and in the name of the Board to amend the Original Agreement with Intuitive Surgical, Inc. to include the use of one ION Endoluminal System for UABSTVE on terms substantially in accordance with the terms stated herein.

Approving Appointment of Becky M. Atkinson, Ph.D., as Associate Professor Emerita at The University of Alabama

RESOLUTION

WHEREAS, Associate Professor Becky Atkinson has retired from The University of Alabama as Associate Professor of Social and Cultural Studies as of September 1, 2025, after serving in the College of Education since 2007; and

WHEREAS, Dr. Atkinson is an expert in pragmatic semiotics in social foundations and qualitative research, revisionist pragmatism, teacher knowledge research, feminism, and life writing; and

WHEREAS, Dr. Atkinson was an active member of the American Educational Research Association, Divisions B, K, Narrative Research SIG, Qualitative Research SIG, Teachers as Researchers SIG, Biography SIG; the American Educational Studies Association; the International Society of Educational Biography; the Southeast Philosophy of Education Society; and the Southern Philosophical and Historical Society; and

WHEREAS, Dr. Atkinson taught numerous courses, presented nationally more than 60 times, authored more than 30 articles and book chapters, led 20+ dissertations, served on the Faculty Senate and University Library Committee, and served as advisor for the Teacher Leader program;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of Becky M. Atkinson, Ph.D., as Associate Professor Emerita at The University of Alabama, with all designated rights and privileges.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be sent to Becky M. Atkinson, Ph.D., and

appropriate officials of The University of Alabama in recognition and appreciation of her service to The University of Alabama.

Approving Appointment of Luoheng Han, Ph.D., as Professor Emeritus at The University of Alabama

RESOLUTION

WHEREAS, Luoheng Han, Ph.D., retired from the Department of Geography and the Environment in 2025 after more than 30 years of distinguished service to The University of Alabama as a researcher, teacher, mentor, and colleague; and

WHEREAS, Dr. Han's leadership as Chair of the Department of Geography and the Environment, Associate and Senior Associate Dean of the Barefield College of Arts & Sciences, Associate and Senior Associate Provost of the University, and role of Interim Dean of the Honors College have shaped academic policy, advanced AI in education, and supported student and faculty success across the institution; and

WHEREAS, Dr. Han has secured numerous competitive research grants from prestigious agencies, including the U.S. Department of Agriculture and the Environmental Protection Agency, and his leadership in interdisciplinary research has fostered impactful collaborations and elevated the scholarly profile of the University; and

WHEREAS, Dr. Han has taught a wide range of undergraduate and graduate courses in geography, remote sensing, and GIS, and he is the founding director of the GIS Certificate Program; and

WHEREAS, Dr. Han's enduring impact on The University of Alabama is evident in the growth and national recognition of the Department of Geography and the Environment, including the establishment of its Ph.D., program;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The University of Alabama that it approves the appointment of Luoheng Han, Ph.D., as Professor Emeritus at The University of Alabama, with all designated rights and privileges.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be sent to Luoheng Han, Ph.D., and appropriate officials of The University of Alabama in recognition and appreciation of his service to The University of Alabama.

Approving Appointment of Timothy Austin Haskew, Ph.D., as Professor Emeritus at The University of Alabama

RESOLUTION

WHEREAS, Dr. Timothy Haskew retired from The University of Alabama after 34 years of distinguished service as a scholar, teacher, administrator, mentor, and colleague; and

WHEREAS, Dr. Haskew served as the Department Head of Electrical and Computer Engineering for 10 years, as the Associate Dean for Research and Economic Development in the College of Engineering for four years, and was awarded the T. Morris Hackney Endowed Faculty Leadership award; and

WHEREAS, Dr. Haskew was a teacher of esteemed repute in the areas of Power Electronics, Power Systems, and Power Machines, served as the primary advisor for many graduate students receiving Ph.D., and M.S., degrees from The University of Alabama, and mentored many faculty in the College of Engineering; and

WHEREAS, Dr. Haskew was granted five patents, participated as Principal and Co-Principal Investigator on many millions of dollars of externally-funded research; authored more than 75 journal articles, conference papers, and reports; and represented The University of Alabama in service to the community by training and handling nationally certified search and rescue K9s that have served across the state and through volunteer fire service;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The University of Alabama that it approves the appointment of Dr. Timothy Austin Haskew as Professor Emeritus at The University of Alabama, with all designated rights and privileges.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of the Board and that copies be sent to Dr. Timothy Austin Haskew and appropriate officials of The University of Alabama in recognition and appreciation of his service to The University of Alabama.

Approving Appointment of Michael E. Kreger, Ph.D., as Professor Emeritus at The University of Alabama

RESOLUTION

WHEREAS, Michael E. Kreger, Ph.D., retired from The University of Alabama after 11 years of distinguished service as a scholar, teacher, mentor, administrator, and colleague, with a total of 42 years of service in academia; and

WHEREAS, Dr. Kreger served with distinction as the Interim Department Head of Civil, Construction, and Environmental Engineering for two years; and

WHEREAS, Dr. Kreger served as the Garry Neil Drummond Endowed Chair; Director of the Large-Scale Structures Laboratory; and Director of the Civil, Construction, and Environmental Engineering graduate program; and

WHEREAS, during his career, Dr. Kreger authored 168 journal articles, conference papers, and reports and mentored 64 graduate students and numerous early-career faculty members; and

WHEREAS, Dr. Kreger was awarded the College of Engineering Excellence in Professional Service Award in 2025; was conferred the title of Fellow of the American Concrete Institute in 1996 and 2016; and participated as Principal and co-Principal investigator on more than \$14M of externally funded research throughout his career;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The University of Alabama that it approves the appointment of Michael E. Kreger, Ph.D., as Professor Emeritus at The University of Alabama, with all designated rights and privileges.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of the Board and that copies be sent to Michael E. Kreger, Ph.D., and appropriate officials of The University of Alabama in recognition and appreciation of his service to The University of Alabama.

Approving Appointment of James E. Bryant, M.D. as Associate Professor Emeritus of Urology in the Department of Urology in The University of Alabama at Birmingham Marnix E Heersink School of Medicine

RESOLUTION

WHEREAS, in special recognition of distinguished service to The University of Alabama at Birmingham (UAB) and The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), UAB wishes to acknowledge James E. Bryant, M.D., by appointing him as Associate Professor Emeritus of Urology in the Department of Urology; and

WHEREAS, Dr. Bryant received his Bachelor of Arts degree *Cum laude* (1981) from Vanderbilt University, Nashville, TN; his Doctor of Medicine degree (1985) from The University of Alabama School of Medicine, Birmingham, AL; completed his internship in General Surgery (1985-87) and medical residency training in Urology (1987-90) both at The University of Alabama at Birmingham; and

WHEREAS, Dr. Bryant began his career working at Carraway Methodist Medical Center (1990–2008) in Birmingham; and

WHEREAS, Dr. Bryant began his esteemed academic career in 2008 at UAB, making many lasting contributions, where he served the Department of Urology as Assistant Professor (2008-2018), Vice-Chair for Clinical Affairs (2016–2025), and Associate Professor (2018–2025); and

WHEREAS, Dr. Bryant continued his service as Associate Professor in the Department of Urology until his retirement on August 31, 2025, after a total of 17 years of loyal and dedicated service; and

WHEREAS, Dr. Bryant has practiced general urology for nearly 30 years, including the past 17 years at UAB Medicine. He has specialized in medical and surgical treatment of erectile dysfunction and treated enlargement of the prostate (benign prostatic hyperplasia, or BPH); and

WHEREAS, Dr. Bryant is one of only a few urologists in the South who has performed holmium laser enucleation of the prostate to treat BPH condition. In addition, he offered the minimally invasive UroLift System for treating BPH using surgical techniques that limit the size of incisions needed, thereby reducing wound healing time, associated pain, and risk of infection; and

WHEREAS, Dr. Bryant has served as a consultant to such firms as Trinity Medical Center, Cooper Green Mercy Hospital, Northwest Medical Center, St. Vincent's East, and Brookwood Medical Center; and

WHEREAS, Dr. Bryant has been a member of several academic professional organizations, including the American Medical Association, American Urological Association, Southeastern Section of the American Urological Association, American College of Surgeons, Birmingham Surgical Society, and Birmingham Urology Club; and

WHEREAS, Dr. Bryant co-authored several manuscripts with other physicians, including “Transurethral prostatectomy; analysis and comparison of four clinical series” published in the *South Medical Journal* published in April 1990, “Renal transplantation in children with posterior urethral valves” published in the *Journal of Urology* in December 1991, and “Predictive Factors for Percutaneous Nephrolithotomy Outcomes in Neurogenic Bladder Populati” published in the *Journal of Endourology* in 2011-2012; and

WHEREAS, Dr. Bryant has earned the admiration and respect of his students and colleagues at UAB for his dedication, collegiality, enthusiasm, professionalism, sense of humor and hard work;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it does hereby approve the appointment of James E. Bryant, M.D., as Associate Professor Emeritus of Urology in the Department of Urology at The University of Alabama at Birmingham.

BE IT FURTHER RESOLVED that this Board herein extends its appreciation to Dr. Bryant for his accomplishments and contributions to The University of Alabama at Birmingham, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be given to Dr. Bryant to share with members of his family, and to other appropriate University officials.

Approving Appointment John C. Kappes, Ph.D., as Professor Emeritus of Medicine in the Department of Medicine at UAB

RESOLUTION

WHEREAS, in special recognition of distinguished service to The University of Alabama at Birmingham (UAB) and The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), UAB wishes to acknowledge John C. Kappes, Ph.D., by appointing him Professor Emeritus of Medicine in the Department of Medicine in recognition of his enormous contributions in research and service to the UAB community and to the national and international research communities; and

WHEREAS, Dr. Kappes earned his baccalaureate degree in Biology from Thomas More College in Fort Mitchell, Kentucky, in 1981; received his Doctor of Philosophy (Ph.D.) degree in Experimental Medicine from Saint Thomas Institute in Cincinnati, Ohio, in 1986; completed his postdoctoral fellowship in Human Retrovirology from UAB in 1989; and

WHEREAS, Dr. Kappes, following completion of his postdoctoral training, served as an instructor at UAB in 1989 and subsequently achieved the ranks of Assistant Professor in 1991, Associate Professor with Tenure in 1996, and Professor in 2022; and

WHEREAS, Dr. Kappes continued to serve with distinction as a tenured Professor of Medicine in the Division of Hematology/Oncology at UAB, with secondary appointments in the Department of Microbiology, as well as numerous university research centers until his retirement on July 31, 2025, after more than three decades of loyal and dedicated service; and

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WHEREAS, Dr. Kappes has made pioneering discoveries and technological advances during his 35-year career at UAB that have significantly advanced scientific research in the fields of both HIV/AIDS and Cystic Fibrosis; and

WHEREAS, Dr. Kappes' groundbreaking research in the field of HIV-1 pathogenesis and HIV/AIDS prevention includes, but is not limited to, the development of innovative methods that have underpinned HIV vaccine discovery research, wherein since 2003 virtually every scientific study and publication in the scientific literature describing HIV-1 neutralizing antibodies has used the methods he discovered; or stated another way, the entire global HIV-1 vaccine effort for the past 20 years, involving thousands of investigators worldwide and many billions of dollars in research investments, has depended on the innovative research findings he first published in his 2002 Antimicrobial Agents and Chemotherapy paper, and even more notably, this is just one of many pioneering discoveries and technological advances; and

WHEREAS, Dr. Kappes' innovative research devising and testing new or improved virologic and biological assay systems have provided vital underpinning for numerous collaborative and multidisciplinary research studies, including advances that have overcome bottlenecks in the pipeline toward expression and structure solutions of human integral membrane proteins in mammalian systems; and

WHEREAS, Dr. Kappes' innovative research in the field of cystic fibrosis, funded by the Cystic Fibrosis Foundation since 2004, catalyzed the formation and operation of the CFTR 3D Structure Consortium comprising a team of national and international experts, and most recently a multidisciplinary team of scientists who are working together with Dr. Kappes to discover new efficacious treatment options for individuals afflicted with cystic fibrosis, in particular genetic therapies for individuals that are not responsive to current drug treatment options; and

WHEREAS, Dr. Kappes has authored or co-authored 174 peer-reviewed publications, which have been cited more than 17,500 times with an h-index of 59, reflecting a profound impact on biomedical science; and

WHEREAS, Dr. Kappes has been continuously funded by extramural research grants since 1991 from the NIH, from the Department of Veterans Affairs since 1995, from the Bill & Melinda Gates Foundation since 2008, and the Cystic Fibrosis Foundation since 1999; and

WHEREAS, Dr. Kappes' research innovations have been recognized by the Bill L. Harbert Institute for Innovation and Entrepreneurship in 2019, his induction into the National Academy of Inventors in 2022, and lead contributions to 21 intellectual property disclosures, 15 issued patents, and more than 20 technology licensing agreements; and

WHEREAS, Dr. Kappes played leadership roles over the last 20 years in large national and international multi-institutional research consortia, including the NIH Center for HIV/AIDS Vaccine Immunology (CHAVI), the NIH Center for HIV/AIDS Vaccine Immunology-Immunogen Discovery (CHAVI-ID), the Gates Foundation's Collaboration for AIDS Vaccine Development, Comprehensive Antibody Vaccine Immunomonitoring Consortium (CAVD/CA-VIMC), the Cystic Fibrosis Foundation CFTR 3D Structure Consortium, and the Cystic Fibrosis Foundation Interdisciplinary Human CFTR Engineering Consortium; and

WHEREAS, Dr. Kappes has served as Principal Investigator or Co-Investigator on numerous high-impact multidisciplinary NIH and Foundation-sponsored research initiatives at UAB including important leadership roles in the UAB Mucosal HIV Immunobiology Center Gene Expression Core, the UAB Cystic Fibrosis Research & Translational Center Cell Models Core, the CFTR Protein Core, and the UAB Center for AIDS Research (CFAR) Virology Core; and

WHEREAS, in directing the UAB CFAR Virology Core since 1993, Dr. Kappes' leadership provided ongoing education and training to more than 150 faculty, post-doctoral research fellows, medical residents, graduate students, and technical staff in a broad range of subjects, techniques, methods, and assays involving "live" virus, which provided vital support for more than 200 interdisciplinary basic and clinical HIV/AIDS research grants funded by investigator-initiated R01, R21, R29, R37, STTR NIH grants, and as well as large programmatic multi-institutional grants, including P01s, P30s, such as PEBRA, NCDDG, NCVDG, ACTG, CHAVI, CHAVI-ID, CAVD/CAVIMC and industry sponsored HIV clinical trials – together with enormous impact on local, national and international HIV/AIDS research; and

WHEREAS, Dr. Kappes has been a dedicated mentor to 67 Ph.D., and M.D./Ph.D. students, postdoctoral fellows, and junior faculty, many of whom have gone on to successful independent careers; and

WHEREAS, Dr. Kappes has served on national and international scientific advisory panels, including the NIH, FDA, Health Canada, and the VA Research Career Development Program, and has chaired or participated in 30 scientific panels or review committees; and

WHEREAS, Dr. Kappes has been recognized with numerous honors, including, UAB Research Excellence Awards, the Duke CHAVI Outstanding Contributions Award on two separate occasions and induction into the National Academy of Inventors; and

WHEREAS, he has contributed significantly to institutional service at UAB and the Birmingham VA Medical Center, including leadership roles for more than 25 years on biosafety, research safety, and review committees, which has helped shape research policy and infrastructure; and

WHEREAS, Dr. Kappes has exemplified the highest standards of scientific integrity, innovation, mentorship, and service throughout his career;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of John C. Kappes, Ph.D., as Professor Emeritus of Medicine in the Department of Medicine at The University of Alabama at Birmingham.

BE IT FURTHER RESOLVED that this Board herein extends its appreciation to Dr. Kappes for his accomplishments and contributions to the University of Alabama at Birmingham, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be presented to Dr. Kappes to share with his family, and to other appropriate University officials.

Approving Appointment of Walter Alan Schradling, M.D. as Professor Emeritus of Emergency Medicine in the Department of Emergency Medicine at UAB

RESOLUTION

WHEREAS, in special recognition of distinguished service to The University of Alabama at Birmingham (UAB) and The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), UAB wishes to acknowledge Walter Alan Schradling, M.D., by appointing him as Professor Emeritus of Emergency Medicine in the Department of Emergency Medicine; and

WHEREAS, Dr. Schradling earned his Bachelor of Science degree in 1982 from Allegheny College, Meadville, PA and his Doctor of Medicine degree in 1986 from the University of Pittsburgh School of Medicine, Pittsburgh, PA. He completed his Emergency Medicine Residency in 1989 at Geisinger Medical Center, Danville, PA; and

WHEREAS, Dr. Schradling served as a faculty member of the Department of Emergency Medicine in the Heersink School of Medicine beginning in 2015, and was promoted through the academic ranks at UAB from Associate Professor in 2015 to Professor of Emergency Medicine in 2020 and continued his service until his retirement on September 30, 2025; and

WHEREAS, Dr. Schradling served as Director of the Office of Wilderness Medicine, where he developed and directed innovative medical student and resident curricula, including the Wilderness Medicine Special Topics Course, Advanced Wilderness Life Support training, and Wilderness Medicine residency academic track; and

WHEREAS, Dr. Schrading contributed significantly to the research mission of the Department of Emergency Medicine, serving as principal investigator for multiple CDC-supported COVID-19 surveillance studies as part of the national EMERGENCY ID NET, and was awarded the UAB Department of Emergency Medicine Outstanding Researcher Award in 2024; and

WHEREAS, Dr. Schrading's national scholarly impact included authorship of numerous peer-reviewed publications, service as a reviewer for multiple emergency medicine journals, and contributions to national guidelines and curricula in wilderness medicine and emergency care; and

WHEREAS, Dr. Schrading demonstrated excellence in teaching over more than three decades, beginning as founding core faculty and Residency Program Director at York Hospital Emergency Medicine Residency, and later as a dedicated educator at UAB where he mentored medical students, residents, and junior faculty; and

WHEREAS, Dr. Schrading is a Fellow of the American College of Emergency Physicians and the Academy of Wilderness Medicine, reflecting his national recognition in both emergency medicine and wilderness medicine; and

WHEREAS, Dr. Schrading demonstrated extensive service to the institution and profession, including leadership as Chair of the UAB Department of Emergency Medicine Faculty Recruitment Committee, service on the UAB Institutional Review Board, and long-standing involvement with state and national education and research committees of the American College of Emergency Physicians and the Wilderness Medical Society; and

WHEREAS, Dr. Schrading extended his commitment to service through community engagement, including volunteer faculty supervision for Equal Access Birmingham, a student-run free clinic providing care to underserved populations;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of Walter Alan Schrading, M.D., as Professor Emeritus of Emergency Medicine in the Department of Emergency Medicine at The University of Alabama at Birmingham.

BE IT FURTHER RESOLVED that this Board herein extends its deepest appreciation to Dr. Schrading for his dedication and service to The University of Alabama at Birmingham, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Schrading to share with members of his family, and to other appropriate University officials.

Approving Appointment of David C. Schwebel, Ph.D., as University Professor Emeritus of Psychology in the Department of Psychology at UAB

RESOLUTION

WHEREAS, in special recognition of distinguished service to The University of Alabama at Birmingham (UAB), the College of Arts and Sciences, and the Department of Psychology, UAB wishes to acknowledge David C. Schwebel, Ph.D., by appointing him as University Professor Emeritus of Psychology in the Department of Psychology; and

WHEREAS, Dr. Schwebel earned his Bachelor of Arts degree in Psychology in 1994 from Yale University, his Master of Arts degree in Clinical Psychology in 1996 from The University of Iowa, and his Doctor of Psychology degree in Psychology in 2000 from The University of Iowa; and

WHEREAS, Dr. Schwebel joined the UAB Department of Psychology as an Assistant Professor in 2000 and was appointed University Professor in 2017; and

WHEREAS, Dr. Schwebel continued his service to the Department of Psychology as University Professor until his retirement on June 30, 2025, after 25 years of loyal and dedicated service; and

WHEREAS, Dr. Schwebel taught undergraduate and graduate courses on clinical child psychology and research design in the UAB Department of Psychology; and

WHEREAS, Dr. Schwebel mentored 11 students who earned their Doctor of Philosophy degrees; and

WHEREAS, Dr. Schwebel has provided important service to the Department of Psychology, the College of Arts and Sciences, and the University as Vice Chair of Psychology (2006-2011), Associate Dean for Research in the Sciences (2011-2017), Associate Dean for Faculty Affairs (2017-2021), Interim Chair of Philosophy (2018-2019), Interim Chair of Social Work (2019-2020), and Associate Vice President for Research Facilities and Infrastructure (2021-2025); and

WHEREAS, Dr. Schwebel has been a pioneer in applying principles from behavioral psychology to promote child safety to the benefit of parents and children all around the world; and

WHEREAS, Dr. Schwebel has published 438 peer-reviewed articles, 10 book chapters, an edited volume, and three books; and

WHEREAS, Dr. Schwebel has given 68 invited addresses, symposia, conference talks, and colloquia, and has authored 297 additional professional conference presentations; and

WHEREAS, Dr. Schwebel has had leadership roles in national organizations, including the National Academies of Sciences, Engineering, and Medicine, the National Drowning Prevention Alliance, and Safe Kids worldwide, and has served on boards at the National Institutes of Health, and the Centers for Disease Control and Prevention; and

WHEREAS, Dr. Schwebel has received many awards and honors from professional societies over the course of his career, and from UAB; and

WHEREAS, Dr. Schwebel has been a Principal Investigator on many research grants funded by the National Institutes of Health, the Health Resources Services Administration, the Centers for Disease Control and Prevention, the National Science Foundation, the U.S. Department of Transportation, the American Psychological Association, and several foundations;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of David C. Schwebel, Ph.D., as University Professor Emeritus of Psychology in the Department of Psychology at The University of Alabama at Birmingham.

BE IT FURTHER RESOLVED that this Board herein extends its deepest appreciation to Dr. Schwebel for his dedication and service to The University of Alabama at Birmingham, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Schwebel to share with members of his family, and to other appropriate University officials.

Approving Appointment of James M. Shikany, DrPH, PA-C, FAHA, as Professor Emeritus of Medicine in the Department of Medicine in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

RESOLUTION

WHEREAS, in special recognition of distinguished service to The University of Alabama at Birmingham (UAB) and The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), UAB wishes to acknowledge James M. Shikany, DrPH, PA-C, FAHA, by appointing him Professor Emeritus of Medicine in the Department of Medicine; and

WHEREAS, Dr. Shikany was born in California and graduated from the University of California, Davis in 1978 with his baccalaureate degree in Psychology; received his Physician Assistant degree from the Medical University of South Carolina in 1982, began his postgraduate training and completed his Master of Public Health degree at the University of California, Los Angeles in 1990, where he also completed his Doctor of Public Health degree in 1994; and

WHEREAS, Dr. Shikany was recruited to the UAB faculty as Assistant Professor in the Division of Preventive Medicine, Department of Medicine in 1996. He served in this role until 2006 when he was promoted into an Associate Professor. In 2012, Dr. Shikany was promoted to the rank of Professor. In 2018, he served as the Associate Director for Research in the Division of Preventive Medicine within the Heersink School of Medicine; and

WHEREAS, Dr. Shikany continued to serve with distinction as a tenured Professor of Medicine in the Division of Preventive Medicine in the UAB Department of Medicine, as well as numerous university research centers until his retirement on September 30, 2024, after over two decades of loyal and dedicated service; and

WHEREAS, Dr. Shikany is a member of numerous professional organizations including the Consortium of Metabolomics Studies, the American Society for Bone and Mineral Research, the Council on Nutrition for the Physical Activity and Metabolism American Heart Association, the Council of Epidemiology and Prevention of the American Heart Association, and the American Society for Nutrition; and

WHEREAS, Dr. Shikany has been cited for numerous postgraduate awards and honors, including the Albert Oberman, M.D., Endowed Professorship in Cardiovascular Disease, the Max Cooper Award for Excellence in Research, the Donald M. and Jean Ghareeb Endowed Support Fund for Preventive Medicine, and the Gladys Emerson Memorial Award for Scholastic Achievement in Nutritional Sciences awarded by the School of Public Health at the University of California, Los Angeles; and

WHEREAS, Dr. Shikany is internationally known as an expert in cardiovascular disease epidemiology and prevention, skilled in the nutrition principles of the development and prevention of cardiovascular disease;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of James M. Shikany, DrPH, PA-C, FAHA, as Professor Emeritus of Medicine in the Department of Medicine in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

BE IT FURTHER RESOLVED that this Board herein extends its appreciation to Dr. Shikany for his accomplishments and contributions to The University of Alabama at Birmingham, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be presented to Dr. Shikany to share with his family, and to other appropriate University officials.

Approving Appointment of James Michael Wyss, Ph.D., as Professor Emeritus of Medicine in the Department of Cell, Developmental and Integrative Biology at UAB

RESOLUTION

WHEREAS, in special recognition of distinguished service to The University of Alabama at Birmingham (UAB) Heersink School of Medicine, UAB wishes to acknowledge James Michael Wyss, Ph.D., by appointing him as Professor Emeritus of Medicine in the Department of Cell, Developmental and Integrative Biology; and

WHEREAS, Dr. Wyss received his Bachelor of Science degree from Concordia College in Fort Wayne, Indiana in 1970; his Master of Divinity degree from Lutheran School of Theology in Chicago, Illinois in 1974; his Doctor of Philosophy degree from Washington University in St. Louis, Missouri in 1976; and completed his postdoctoral fellowship in Anatomy and Neurobiology at Washington University School of Medicine in St. Louis, Missouri in 1979; and

WHEREAS, Dr. Wyss began his career at UAB in 1979 as an Assistant Professor in the Departments of Anatomy and Psychology; was promoted to Professor in the Departments of Cell Biology, Psychology, and Medicine in 1988; and was appointed Professor in the Department of Neurobiology in 1997; and

WHEREAS, Dr. Wyss continued his service to the Department of Cell, Developmental and Integrative Biology until his retirement on September 30, 2025, after a total of 46 years of loyal and dedicated service; and

WHEREAS, Dr. Wyss has served in numerous leadership roles at UAB, including Director of the Center for Community Outreach Development (CORD) since 2004; Chair of the Neuroscience Graduate Training Program (1992–1998); and Associate Director and Director of Research for the Alzheimer’s Disease Center (1995–2013); and has held Senior Scientist appointments in the Civitan International Research Center, Center for Glial Biology in Medicine, Center for Neurodegenerative Disease Research, Center for Aging, Center for Biophysical Sciences and Engineering, UAB Obesity Research Center, UAB Diabetes Center, and UAB Comprehensive Neuroscience Center; and

WHEREAS, Dr. Wyss’ service has been demonstrated particularly through his outstanding work as a Senator and Chair-Elect of the University-Wide Faculty Senate; as a Member and Chair of the Compliance Subcommittee of the UAB Institutional Animal

Care and Use Committee (IACUC); as a member of the University-Wide Grievance Panel; and as a Member and Chair of the UAB Conflict of Interest Board; and

WHEREAS, Dr. Wyss is a member, officer, and Fellow of numerous professional organizations, including the American Association for Advancement of Science, American Association of Anatomists, American Heart Association, American Physiological Society, Association for the Assessment and Accreditation of Lab Animal Care (AAALAC), Federation of American Societies for Experimental Biology, and Society for Neuroscience; and

WHEREAS, Dr. Wyss has been a transformative leader in community engagement and STEM education, most notably as Director of the Center for Community OutReach Development (CORD), where he built programs that connect UAB faculty and students with Birmingham City Schools and surrounding districts. Through initiatives such as the Alabama Math, Science and Technology Initiative (AMSTI-UAB), Alabama Science in Motion (ASIM-UAB), Collaboration for Excellence in Science and Math Education (CESAME), Blazing to Biomedical Careers, Bridges to the Baccalaureate, and Roadmap for America's Cancer Explorers for the 21st Century (RACE21), he has provided mentorship, curriculum support, and hands-on research experiences to thousands of K-12 students and teachers, expanded opportunity pipelines for underrepresented students in science and medicine, enhanced teacher training across Alabama, and established UAB as a national model for integrating biomedical research with STEM education outreach; and

WHEREAS, Dr. Wyss has sustained a distinguished record of extramural funding as Principal Investigator on numerous NIH, NSF, U.S. Department of Education, and Alabama Department of Education grants, with his research and education portfolio exceeding \$60 million dollars in awarded support over the course of his career, thereby advancing both biomedical research and STEM education for students and teachers across Alabama and the nation; and

WHEREAS, Dr. Wyss has further demonstrated his service to the research community through his participation on 31 national and international review panels, served on 21 Editorial Boards, and authored and co-authored 261 publications, which have been published in many high-impact journals; and

WHEREAS, Dr. Wyss has further distinguished himself as an outstanding educator and mentor, guiding generations of students, postdoctoral fellows, and junior faculty, many of whom have gone on to successful careers in academia, medicine, and industry; and

WHEREAS, in recognition of his outstanding contributions to science and education, Dr. Wyss has received numerous awards, including the U.S. Presidential Award for Excellence in Science, Mathematics, and Engineering Mentoring (2019), the

Alabama Academy of Science Wright Scientist of the Year Award (2012), and the UAB Graduate Dean's Award for Excellence in Mentoring (2017); and

WHEREAS, Dr. Wyss has earned the admiration and respect of his colleagues and students for his dedication, collegiality, service, professionalism, and tireless commitment to advancing biomedical research and education;

NOW THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves appointment of James Michael Wyss, Ph.D., as Professor Emeritus of Medicine in the Department of Cell, Developmental, and Integrative Biology at UAB.

BE IT FURTHER RESOLVED that this Board herein extends its deepest appreciation to Dr. Wyss for his dedication and service to UAB, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Wyss to share with members of his family, and to other appropriate University officials.

Approving Appointment of Mary Ellen Zvanut, Ph.D., as Professor Emerita of Physics in the Department of Physics in the College of Arts and Sciences at UAB

RESOLUTION

WHEREAS, in special recognition of a distinguished career and long service to The University of Alabama at Birmingham (UAB) and the College of Arts and Sciences, the UAB administration wishes to acknowledge Mary Ellen Zvanut, Ph.D., by appointing her as Professor Emerita of Physics in the Department of Physics; and

WHEREAS, Dr. Zvanut earned her Bachelor of Science degree in Engineering Physics in 1981 and her Doctor of Philosophy degree in Physics in 1988, both from Lehigh University in Pennsylvania; and

WHEREAS, Dr. Zvanut was recruited to UAB in 1992 as Assistant Professor in the Department of Physics, where she was promoted to Associate Professor in 1998, promoted to Professor in 2007, and served for 33 years before retiring on July 31, 2025; and

WHEREAS, Dr. Zvanut has established a highly respected reputation as an international scholar in the fields of electron paramagnetic resonance, semiconductor device physics, defect characterization, and high-power electronics, publishing more than

75 peer-reviewed papers and more than 40 conference proceedings, presenting more than 25 invited talks at universities and conferences, including two at Gordon Research Conferences, contributing more than 190 talks with her graduate and undergraduate mentees, as well as conducting presentations within closed workshops sponsored by the National Science Foundation and the Office of Naval Research that have been key in advancing fundamental knowledge of device physics and characterization; and

WHEREAS, Dr. Zvanut has held leadership and advisory roles on research related to device physics and semiconductor characterization for more than three decades, and is recognized for this body of work both nationally and internationally, serving as Principal Investigator of research grants from the National Science Foundation and the Office of Naval Research (research funding exceeding \$4.6 million), and also currently serving as collaborative Principal Investigator for one of the premier Energy Frontier Research Centers, funded by the Department of Energy (EFRC-DOE); and

WHEREAS, Dr. Zvanut has provided significant contributions to various scientific agencies at national and international levels, providing her expertise to the National Science Foundation for evaluating research proposals and for reviewing Procedures and Personnel within the Division of Materials Research, acting as Chair for the Gordon Research Conference on Defects in Semiconductors, partaking executive roles at various levels of the Southeast Section of the American Physical Society (SESAPS) to promote science and technology, and organizing technical workshops for the Office of Naval Research; and

WHEREAS, Dr. Zvanut has been actively involved in leadership roles during her tenure at UAB, acting as Associate Chair of the Physics Department and Graduate Program Director of Physics for a decade, which included her significant role in implementing the Physics Accelerated Bachelor's-Master's (ABM) program as well as the Master of Science concentrations, and serving on dozens of other committees such as the Physics Faculty Search Committee (four times) and the Dean Search Committee (two times); and

WHEREAS, Dr. Zvanut has dedicated an extensive amount of time mentoring graduate and undergraduate students on experimental physics, providing them with the necessary technical skills to work at private and federal agencies, including Intel, the Air Force Research Laboratory and Redstone Arsenal; and

WHEREAS, Dr. Zvanut has consistently demonstrated her passion for teaching and dedication to students and intellectual life, has taught 11 distinct UAB courses at the undergraduate and graduate levels, including developing the "*Semiconductor Materials in Modern Technology*" course in the Department of Physics;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves appointment of Mary Ellen Zvanut, Ph.D., as

Professor Emerita of Physics in the Department of Physics at The University of Alabama at Birmingham.

BE IT FURTHER RESOLVED that this Board herein extends its appreciation to Dr. Zvanut for her accomplishments and contributions to The University of Alabama at Birmingham, and to the people of this state and nation.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be presented to Dr. Zvanut to share with members of her family, and to other appropriate University officials.

Approving Appointment of Mark W. Lin, Ph.D., as Associate Professor Emeritus in the Mechanical and Aerospace Engineering Department in the College of Engineering at UAH

RESOLUTION

WHEREAS, Dr. Mark W. Lin has given 25 years of meritorious service to the Department of Mechanical and Aerospace Engineering in the College of Engineering at The University of Alabama in Huntsville; and

WHEREAS, Dr. Lin's retirement became effective August 01, 2025; and

WHEREAS, Dr. Lin received a B.S. degree in Mechanical Engineering in 1982 from Tamkang University, Taipei, Taiwan, an M.S. degree in Engineering Science and Mechanics in 1987 from Virginia Polytechnic Institute and State University (Virginia Tech), and a doctoral degree in Mechanical Engineering in 1993, also from Virginia Tech; and

WHEREAS, Dr. Lin joined the faculty of The University of Alabama in Huntsville in 2000, after holding a faculty position at Clark Atlanta University where he served as Assistant Professor of Engineering in the College of Arts and Sciences from 1994 - 2000; and

WHEREAS, Dr. Lin served as Associate Professor in the Department of Mechanical and Aerospace Engineering in the College of Engineering at The University of Alabama in Huntsville; and

WHEREAS, Dr. Lin was principal or co-principal investigator on numerous grants and contracts researching the use of smart materials in engineering applications, and published many research papers in scholarly archivable journals and conference proceedings; and

WHEREAS, Dr. Lin advised many masters theses and one Ph.D., dissertation and taught several graduate and undergraduate courses in the area of solid mechanics, deemed fundamentally important to the field of mechanical and aerospace engineering; and

WHEREAS, over his many years of service, Dr. Lin provided valuable contribution to the department as Ph.D., preliminary exam coordinator that has helped to maintain the high quality of commencing Ph.D., candidates in the Mechanical and Aerospace Engineering graduate program; and

WHEREAS, Dr. Lin, throughout his years of service at The University of Alabama in Huntsville, has contributed to the life of the institution through membership on many major college and university committees; and

WHEREAS, over the period of his service, Dr. Lin has helped to maintain the standards of academic excellence in the Department of Mechanical and Aerospace Engineering, the College of Engineering, The University of Alabama in Huntsville, and the community.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it expresses deep gratitude to Dr. Mark W. Lin and that he be named Associate Professor Emeritus in recognition of his leadership as a faculty member in the Department of Mechanical and Aerospace Engineering, his effectiveness in the classroom, his expertise in research activities, his loyalty to The University of Alabama in Huntsville, and his service to The University of Alabama in Huntsville and the community.

Approving the Appointment of the UABHS Authority Board of Directors,
and Electing the Chair & President

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama ("UA Board") established the UAB Health System Authority ("UABHSA") under the provisions of the University Authority Act of 2016, Ala. Code § 16-17A-1, *et seq.*; and

WHEREAS, the UA Board is the sponsoring university for UABHSA and has the authority to appoint the Board of Directors of UABHSA pursuant to Article II of the First Amended and Restated Bylaws of UABHSA; and

WHEREAS, the Board of Directors of UAB Health System Authority recommends that the UA Board approve the appointment of the following individuals as members of the UABHS Board:

Trustee Appointees:	Robert C. Brock Myla Calhoun Ronald W. Gray Scott Phelps J. Steven Roy Kenneth Simon Kenneth L. Vandervoort, M.D.
Ex Officio Members:	Sid J. Trant, Chancellor Ray L. Watts, M.D., UAB President Anupam Agarwal, M.D., Dean of UAB Heersink School of Medicine Cheri L. Canon, M.D., UAHSF President
Clinical Chair Appointees:	Herbert Chen, M.D. Mark Dransfield, M.D.
Community Appointees:	William Horton W. Stancil Starnes Carl Thigpen C.T. Fitzpatrick
Dean of School of Nursing:	Maria R. Shirey, Ph.D.

WHEREAS, the Board of Directors of UAB Health System Authority recommends that the UA Board approve the appointment of the following individuals to serve on the Executive Committee:

Anupam Agarwal, M.D.

William Horton

Sid J. Trant

Kenneth L. Vandervoort, M.D.

Ray L. Watts, M.D.

WHEREAS, the Board of Directors of UAB Health System Authority recommends that the UA Board approve the appointment of Ray L. Watts, M.D. as Chair & President of UABHS;

NOW THEREFORE BE IT RESOLVED BY THE UA BOARD that the above-named individuals are hereby appointed to serve on the UABHSA Board of Directors effective January 1, 2026, until such time as his or her successor is duly appointed and qualified;

RESOLVED FURTHER that the individuals named above be appointed to the Executive Committee of the UABHSA Board;

RESOLVED FURTHER that the election of UAB President Ray L. Watts as the Chair & President of UABHSA is hereby approved.

Approving Appointment for the Board of Directors of the UAB Callahan Eye Hospital Authority

RESOLUTION

WHEREAS, The University of Alabama at Birmingham ("UAB") is one of the campuses of The Board of Trustees of The University of Alabama ("UA Board"); and

WHEREAS, the UA Board is the sponsoring university of the UAB Callahan Eye Hospital Authority ("Callahan"), an Alabama university authority; and

WHEREAS, the Articles of Reincorporation of Callahan, as amended, provide that the Callahan board of directors will be appointed by the President of The University of Alabama at Birmingham and approved by the UA Board; and

WHEREAS, UAB President Ray L. Watts has appointed Anupam Agarwal, M.D. to serve as a director on the Callahan board of directors, to fill a vacancy created by the resignation of Lou Baverso, for such remaining term as was held by Lou Baverso;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves President Watts' appointment of Dr. Anupam Agarwal to serve as a director on the Callahan board of directors, filling the vacancy beginning on the date hereof and lasting until such time as his successor is duly appointed and qualified.

Approving the Appointment of Directors and Officers to the UAB Medicine Finance Authority Board

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama (the "Board") established the UAB Medicine Finance Authority (the "Authority") under the provisions of the University Authority Act of 2016, Ala. Code§ 16-17A-1, *et seq.*; and

WHEREAS, the Board is the sponsoring university of the Authority and has the authority to appoint the board of directors of the Authority; and

WHEREAS, Article Eight of the Authority's Articles of Incorporation states there shall be an odd number of directors but not more than seven, including two ex-officio directors and five directors appointed for a one-year term; and

WHEREAS, Article Four of the Authority's Articles of Incorporation states the Authority shall have Officers elected by the Board and shall consist of a President, a Vice President, a Secretary, a Treasurer, an Assistant Secretary, and such other Officers with such designations as the Board may deem appropriate;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD that the following individuals are elected to serve as Authority voting directors for a one-year term beginning on January 1, 2026, and until such time as their successors are duly appointed and qualified:

- (1) Ronald Gray (*Ex-Officio as Chair of Finance Committee*)
- (2) Dana Keith (*Ex-Officio Vice Chancellor of Finance*)
- (3) Anupam Agarwal, M.D.
- (4) S. Dawn Bulgarella
- (5) Kenneth L. Vandervoort, M.D.
- (6) Ray L. Watts, M.D.
- (7) Cheri Canon, M.D.

BE IT FURTHER RESOLVED that the officers named below are hereby elected to serve as such officers until election of officers at the next annual meeting of the Board as specified in the Bylaws.

- | | | |
|--------------------------|---|--|
| (1) Ray L. Watts, M.D. | - | Chair & President |
| (2) Dana Keith | - | Vice President |
| (3) S. Dawn Bulgarella | - | Vice President, Treasurer, & Assistant Secretary |
| (4) Anupam Agarwal, M.D. | - | Vice President & Secretary |

Approving Appointment of the Board of Directors of UAB St. Vincent's
Employment Authority

RESOLUTION

WHEREAS, the UAB St. Vincent's Employment Authority (the "Employment Authority") is organized as an Alabama university authority with its sponsoring university being The Board of Trustees of The University of Alabama ("UA Board"); and

WHEREAS, the Bylaws ("Bylaws") of the Employment Authority provide that the Board of Directors will be nominated by the President of The University of Alabama at Birmingham and approved by the UA Board; and

WHEREAS, UAB President Ray L. Watts has nominated the individuals named below to serve on the Board of Directors for the Employment Authority, effective from the date hereof, until such time at their successors are duly elected and qualified:

Ray L. Watts, M.D.

Stephanie Mullins

Bernard Mays

NOW, THEREFORE, BE IT RESOLVED by the UA Board that it approves President Watts' nomination of the board of directors on the UAB St. Vincent's Employment Authority Board, beginning on the date hereof and lasting until such time as their successors are duly appointed and qualified.

Approving Appointment of the Board of Directors of UAB St. Vincent's
Employment Authority

RESOLUTION

WHEREAS, the UAB St. Vincent's Employment Authority (the "Employment Authority") is organized as an Alabama university authority with its sponsoring university being The Board of Trustees of The University of Alabama ("UA Board"); and

WHEREAS, the Bylaws ("Bylaws") of the Employment Authority provide that the Board of Directors will be nominated by the President of The University of Alabama at Birmingham and approved by the UA Board; and

WHEREAS, UAB President Ray L. Watts has nominated the individuals named below to serve on the Board of Directors for the Employment Authority, effective from the date hereof, until such time at their successors are duly elected and qualified:

Ray L. Watts, M.D.

Stephanie Mullins

Bernard Mays

NOW, THEREFORE, BE IT RESOLVED by the UA Board that it approves President Watts' nomination of the board of directors on the UAB St. Vincent's Employment Authority Board, beginning on the date hereof and lasting until such time as their successors are duly appointed and qualified.

Approving Appointment of the Board of Directors of UAB St. Vincent's Health System Authority

RESOLUTION

WHEREAS, the UAB St. Vincent's Health System Authority ("Authority") is organized as an Alabama university authority with its sponsoring university being The Board of Trustees of The University of Alabama ("UA Board"); and

WHEREAS, the Authority Bylaws ("Bylaws") provide that the Board of Directors will be nominated by the President of The University of Alabama at Birmingham and approved by the UA Board; and

WHEREAS, UAB President Ray L. Watts has nominated the individuals named below to serve on the board of directors for the Authority, effective from the date hereof, until such time at their successors are duly elected and qualified:

Ray L. Watts, M.D.

S. Dawn Bulgarella

Bernard Mays

NOW, THEREFORE, BE IT RESOLVED by the UA Board that it approves President Watts' nominations of the board of directors on the UAB St. Vincent's Health System Authority Board, beginning on the date hereof and lasting until such time as their successors are duly appointed and qualified.

Approving Appointments for the Board of Directors and Executive Committee for the Cooper Green Mercy Health Services Authority and Electing its President

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama ("UA Board") established the Cooper Green Mercy Health Services Authority, an Affiliate of UAB Health System ("Cooper Green") under the provisions of the University Authority Act of 2016, Ala. Code§ 16-17A-1, *et seq.*; and

WHEREAS, the UA Board is the sponsoring university for Cooper Green and has the authority to appoint the board of directors of Cooper Green; and

WHEREAS, Article Nine of Cooper Green's Articles of Incorporation states the Board of Directors shall consist of seven (7) directors: four (4) appointed by the UA Board, and three (3) nominated by Jefferson County and appointed by the UA Board; and

WHEREAS, Jefferson County has nominated Angela Dixon to be appointed to serve as Director of Cooper Green, beginning January 1, 2026; and

WHEREAS, the Authority has nominated William Curry and David Randall to be appointed to serve as Directors of Cooper Green, beginning January 1, 2026; and

WHEREAS, Article IV of the Cooper Green Bylaws state that the Cooper Green Board of Directors shall have an executive committee (the "Executive Committee") which shall be comprised of three directors selected from the voting members of the Board, two of whom shall be directors appointed by the UA Board and one of whom shall be a director appointed by Jefferson County; and

WHEREAS, the UAB Health System Authority has recommended that the UA Board representatives on the Executive Committee should be David Randall and Dr. Raegan Durant; and

WHEREAS, Article V of the Cooper Green Bylaws state that the UA Board shall designate a director of the Board to be President; and

WHEREAS, the UAB Health System Authority has nominated David Randall to be appointed to serve as President of Cooper Green;

NOW THEREFORE BE IT RESOLVED BY THE UA BOARD that the following individuals serve as Cooper Green voting directors for a two-year term, beginning January 1, 2026, and until such time as their successors are duly appointed and qualified:

- (1) Angela Dixon
- (2) William Curry
- (3) David Randall

FURTHER RESOLVED that the UA Board representatives on the Executive Committee should be David Randall and Dr. Raegan Durant;

RESOLVED FURTHER that David Randall be appointed as President of Cooper Green for a one-year term, and until such time as his successor is duly appointed and qualified.

Approving Appointments of the Board of Directors and Executive Committee for the Medical West Hospital Authority

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama ("UA Board") established Medical West Hospital Authority, an Affiliate of UAB Health System (the "Authority") under the provisions of the University Authority Act of 2016, Ala. Code § 16-17A-1, *et seq.*; and

WHEREAS, the UA Board is the sponsoring university for the Authority and has the authority to appoint the board of directors of the Authority; and

WHEREAS, the UA Board is a party to an Affiliation Agreement with the Authority, related to operations of the Authority; and

WHEREAS, pursuant to the Authority's governing documents, the Authority shall have eleven voting directors elected as follows: (i) the UA Board will appoint six directors and (ii) the Western Health Services Foundation (the "Foundation") will nominate five directors to be confirmed for appointment by the UA Board; and

WHEREAS, pursuant to the requirements of the Affiliation Agreement, the Foundation, at its most recent annual meeting, nominated John Issis and Cynthia Anthony for appointment to the Authority's Board of Directors, subject to approval by the UA Board; and

WHEREAS, the UAB Health System Authority has nominated Dawn Bulgarella and Dana Keith to serve a three-year term on the Authority's Board of Directors, subject to approval by the UA Board; and

WHEREAS, Article 1 of the Affiliation Agreement between the Medical West Hospital Authority, an Affiliate of UAB Health System and Western Health Services Foundation ("Foundation") state that there will be an Executive Committee of the Authority Board of Directors comprised of 5 members selected from the voting members of the board of directors, three (3) of whom shall be representatives of and designated by the UA Board, and two (2) of whom shall be representatives of and designated by the Foundation;

NOW THEREFORE BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA that the following individuals are appointed to serve as Authority voting directors for a three-year term beginning on January 1, 2026, and until such time as their successors are duly appointed and qualified:

- 1) John Issis
- 2) Cynthia Anthony
- 3) Dawn Bulgarella
- 4) Dana Keith

FURTHER RESOLVED that the following individuals serve as members of the Executive Committee of the Authority Board of Directors, until such time as their successors are duly appointed and qualified:

- 1) Dawn Bulgarella
- 2) Dr. Martin J. Heslin
- 3) Dr. Cheri Canon
- 4) Richard Brooks
- 5) Cynthia Anthony

Approving the First Revised and Restated Bylaws and President of UAB St. Vincent's Foundation, Inc.

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama (the "Board") is the sponsoring university of UAB St. Vincent's Health System Authority (the "Authority"); and

WHEREAS, the Authority is the sole member of UAB St. Vincent's Health System (the "System"), and the System is the sole member of UAB St. Vincent's Foundation, Inc. (the "Foundation"); and

WHEREAS, the Foundation proposes to amend and restate its bylaws (the "Foundation Amended and Restated Bylaws"), and has provided the Board with the Foundation Amended and Restated Bylaws attached to this resolution as Exhibit B; and

WHEREAS, effective September 24, 2025, the board of directors of the Foundation (the "Foundation Board") passed an action by unanimous written consent to adopt the First Amended and Restated Bylaws of the Foundation in a form that is the same as or substantially similar to the form that is attached hereto as Exhibit B (the "Revised Bylaws"); and

WHEREAS, effective September 24, 2025, the Foundation Board passed an action by unanimous written consent electing Stephanie Mullins as the president of the Foundation; and

WHEREAS, the Authority has passed a resolution recommending that the Board approve the Revised Bylaws and approving Stephanie Mullins as president of the Foundation; and

WHEREAS, the Foundation Board asks that the UA Board approve the Revised Bylaws and approve the election of Stephanie Mullins as president of the Foundation;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA that it approves the First Amended and Restated Bylaws of the UAB St. Vincent's Foundation, Inc. in a form that is the same as, or substantially similar to, the form that is attached hereto as Exhibit B.

BE IT FURTHER RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA that it approves the election of Stephanie Mullins as president of the Foundation.

Approving the Amended and Restated Articles of Incorporation for
Universal Health Services

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama (“UA Board”) is the sponsoring university for the UAB St. Vincent’s Health System Authority (the “Authority”) under the provisions of the University Authority Act of 2016, Ala. Code § 16-17A-1, *et seq.*; and

WHEREAS, the Authority is the sole owner of UAB St. Vincent’s Health System (the “System”), and the System is the sole owner of Universal Health Services (the “Company”); and

WHEREAS, the System, in its capacity as the corporate member of the Company, proposes to amend and restate its articles of incorporation (the “Company Amended and Restated Articles”), and has proposed the Company Amended and Restated Articles attached to this resolution as *Exhibit C*; and

WHEREAS, the Board of Directors of the Authority has reviewed the contents of the Company Amended and Restated Articles, and recommended approval of the same to the UA Board; and

WHEREAS, the UA Board has reviewed the contents of the Company Amended and Restated Articles and believes that it is desirable to approve the Company Amended and Restated Articles in a form that is the same as, or substantially similar to, that which is attached hereto as *Exhibit C*;

NOW, THEREFORE, BE IT RESOLVED BY THE UA BOARD that the UA Board does hereby approve the Company Amended and Restated Articles in a form that is the same as, or substantially similar to, that which is attached hereto as Exhibit C;

RESOLVED FURTHER that any officer of Company is authorized to execute and deliver, or cause to be executed and delivered, in the name and on behalf of Company such articles, certificates, agreements, or other instruments as they or any of them may deem necessary, advisable, or appropriate in order to carry into effect the intent of the provisions of this resolution.

Approving the Amended and Restated Articles of Incorporation for Seton
Property Corporation of North Alabama

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama (“UA Board”) is the sponsoring university for the UAB St. Vincent’s Health System Authority (the “Authority”) under the provisions of the University Authority Act of 2016, Ala. Code § 16-17A-1, *et seq.*; and

WHEREAS, the Authority is the sole owner of UAB St. Vincent’s Health System (the “System”), and the System is the sole owner of Seton Property Corporation of North Alabama (the “Company”); and

WHEREAS, the System, in its capacity as the corporate member of the Company, proposes to amend and restate its articles of incorporation (the “Company Amended and Restated Articles”), and has proposed the Company Amended and Restated Articles attached to this resolution as *Exhibit D*; and

WHEREAS, the Board of Directors of the Authority has reviewed the contents of the Company Amended and Restated Articles, and recommended approval of the same to the UA Board; and

WHEREAS, the UA Board has reviewed the contents of the Company Amended and Restated Articles and believes that it is desirable to approve the Company Amended and Restated Articles in a form that is the same as, or substantially similar to, that which is attached hereto as *Exhibit D*;

NOW, THEREFORE, BE IT RESOLVED BY THE UA BOARD that the UA Board does hereby approve the Company Amended and Restated Articles in a form that is the same as, or substantially similar to, that which is attached hereto as Exhibit D;

RESOLVED FURTHER that any officer of Company is authorized to execute and deliver, or cause to be executed and delivered, in the name and on behalf of Company such articles, certificates, agreements, or other instruments as they or any of them may deem necessary, advisable, or appropriate in order to carry into effect the intent of the provisions of this resolution.

Approving the Amended and Restated Certificate of Formation for
Vincentian Physician Services, LLC

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama (“UA Board”) is the sponsoring university for the UAB St. Vincent’s Health System Authority (the “Authority”) under the provisions of the University Authority Act of 2016, Ala. Code § 16-17A-1, *et seq.*; and

WHEREAS, the Authority is the sole owner of UAB St. Vincent's Health System (the "System"), and the System is the sole owner of Vincentian Physician Services, LLC (the "Group"); and

WHEREAS, System, in its capacity as the corporate member of Group, proposes to amend and restate the Group's certificate of formation (the "Group Amended and Restated Certificate"), and has proposed Group Amended and Restated Certificate attached to this resolution as *Exhibit E*; and

WHEREAS, the Board of Directors of the Authority has approved the Group Amended and Restated Certificate, and recommended approval of the same to the UA Board; and

WHEREAS, the UA Board has reviewed the contents of the Group Amended and Restated Certificate and believes that it is desirable to approve the Group Amended and Restated Certificate in a form that is the same as, or substantially similar to, that which is attached hereto as *Exhibit E*;

NOW, THEREFORE, BE IT RESOLVED BY THE UA BOARD that the UA Board does hereby approve the Group Amended and Restated Certificate in a form that is the same as, or substantially similar to, that which is attached hereto as Exhibit E.

RESOLVED FURTHER that any officer of Group is authorized to execute and deliver, or cause to be executed and delivered, in the name and on behalf of Group such articles, certificates, agreements, or other instruments as they or any of them may deem necessary, advisable, or appropriate in order to carry into effect the intent of the provisions of this resolution.

Pro tem Phelps said drafts of the minutes of the September 12, 2025 meeting and the October 17, 2025 Special-Called meeting were previously distributed for review. He asked if there were any objections to approving the minutes as distributed. Hearing none, the minutes were unanimously approved.

Pro tem Phelps said the November 7, 2025 Administrative Report was previously distributed to the Board. Pro tem Phelps asked if there were objections to the report as distributed. Hearing none, the report was accepted, a copy of which is attached hereto as Exhibit F.

Pro tem Phelps then recognized Chancellor Trant for the following report from The University of Alabama System:

Good morning, everyone. Thank you, Pro tem Phelps.

Today, I'd like to reflect briefly on leadership – what it means, at least to me, why it matters, and how our universities are preparing the next generation of effective and principled leaders.

Leadership isn't about status. It's about service; the idea of placing the interests of the institution above your own, and acting with humility, care and respect for others. Regardless of the situation, the guiding principle stays the same. It's not about our personal interests as administrators; it's about the mission and the people we serve through it.

Across the University of Alabama System, we are preparing students to lead in that same spirit. Whether in the classroom, research lab, or the leadership programs we offer at each of our institutions, our students are learning to lead by bringing together intellect and innovation to solve real-world problems and advance ideas that will serve and strengthen our communities. They are learning that leadership is not just about having a title or making decisions, it's about building trust, solving problems together, and using influence to make a positive difference. Whether these students go on to lead in business, education, government, healthcare, or their local communities, we want our graduates to lead with purpose and to remember that true leadership serves others.

And our students are ready to learn and to lead. I am inspired by their eagerness and their desire to make a positive impact. We have student leaders here with us today as part of our UA System Student Leadership Summit. As I look out at you, I see students who care deeply about their peers, their campuses, and the world around them. You are modeling servant leadership in the way you advocate for your peers, build community, and work to make your campuses stronger.

I want to thank our System leadership – our Trustees, and our System and University officers – for the leadership you

demonstrate every day. Together, we lead a System that has the great privilege and responsibility to educate the future leaders of the state and nation. We are preparing students not just for successful careers, but for lives of service and meaning. Let all of us continue to lead by example, to inspire those around us, and to ensure that every graduate leaves our institutions ready to serve, to innovate, and to make a lasting difference.

Thank you to all in this room for your leadership, for your unwavering commitment, your vision, and your belief in the transformative power of education.

Pro tem Phelps thanked Chancellor Trant for his report.

Pro tem Phelps recognized Lucy Bonhaus to give the UA Student Representative Report to the Board of Trustees, a copy of which is attached hereto as Exhibit G.

Pro tem Phelps then recognized Dr. Matthew Hudnall to give the UA Faculty Representative Report to the Board of Trustees, a copy of which is attached hereto as Exhibit H.

Pro tem Phelps recognized Dr. Peter Mohler for the UA institutional Presentation to the Board of Trustees, a copy of which is attached hereto as Exhibit I.

Pro tem Phelps thanked all three presenters for their time and effort.

Pro tem Phelps said there is one UA Administrative Action Item before the Board today. Prior to opening the floor for Discussion, Pro tem Phelps called for a motion to consider the item. On motion of Trustee Brooks, duly seconded, the Committee opened discussion on the item.

Pro tem Phelps recognized Dr. Peter Mohler to present the UA Administrative Action item, consideration of a resolution granting approval of a request to establish the

School of Leadership and Policy at The University of Alabama and permission to submit this addition to the Alabama Commission on Higher Education (ACHE).

Dr. Mohler presented the UA item and asked for the Board's favorable consideration.

Pro tem Phelps asked if there were questions or comments concerning the item. Hearing none, the UA Administrative Action Item was approved.

PowerPoint

Request to Establish The University of Alabama School of Leadership and Policy

November 7, 2025



Vision and Mission

- **Vision:** Establish a nationally recognized institution for leadership and public policy education, building on the Capstone's storied history of educating effective civic leaders and policymakers who are shaping the state of Alabama and beyond.
- **Mission:** Provide interdisciplinary, practice-oriented education that prepares students to become effective leaders, policymakers and public servants who will contribute to Alabama's social, economic and civic well-being.



PowerPoint

Rationale

- **Impact** – address complex policy challenges through evidence-based, interdisciplinary education.
- **Service** – establish strong partnerships with local, state and federal agencies to promote civic engagement and public service.
- **Equip Students** – establish the skills, knowledge and ethical grounding necessary for leadership roles in public service.
- **Economic Development** – contribute to the state's economic growth by training leaders to address challenges facing Alabama, the southeast region and the nation.



Curriculum and Staffing

- **Academic Programs:** BA in Public Policy and Master of Public Policy (MPP); additional degrees and certificates to be added later.
- **Curricular Focus:** integrated approach combining theoretical foundations with practical policy application through experiential learning including internships, policy labs and community-based projects.
- **Staffing Plan:** full-time faculty and staff; includes professors of practice, advisors, registrar, and research.



PowerPoint

Structure and Implementation

- **Structure:** Reports to Provost; led by Dean and Executive Committee; Advisory Board.
- **Timeline:**
 - Approval (2025–2026)
 - Recruitment & Infrastructure (2026–2027)
 - Launch (Fall 2027)



Granting Approval of a Request to Establish the School of Leadership and Policy at The University of Alabama and Permission to Submit this Addition to the Alabama Commission on Higher Education (ACHE)

RESOLUTION

WHEREAS, Alabama faces complex public policy challenges—ranging from economic development and education reform to healthcare access and environmental sustainability—that require students to develop strong analytical, communication, and leadership skills; and

WHEREAS, a stand-alone School reporting directly to the Provost can provide an interdisciplinary, state-focused education, foster partnerships with government, business, and nonprofit sectors, and serve as a national model for applied policy education; and

WHEREAS, with a focus on applied policy analysis and implementation, leadership, and service, the School's mission is to educate and empower future policymakers, public officials, and leaders; and

WHEREAS, by connecting classroom learning with real-world leadership and service opportunities, the School will prepare graduates to address Alabama's most pressing challenges, drive innovation in public policy, and contribute meaningfully to the state's social, economic, and civic well-being; and

WHEREAS, the governance structure of the proposed School will include a Dean, who will be responsible for strategic leadership; academic oversight; external partnerships; and day-to-day management, along with an Executive Committee of senior administrators from the School, who will advise the dean on academic and operational matters; and

WHEREAS, the School will offer academic programs, including initially a Bachelor of Arts (B.A.) degree in Public Policy and a Master of Public Policy (MPP) degree, integrating applied research, policy practicums, and interdisciplinary training through research centers to equip graduates with the skills for effective policymaking and leadership;

WHEREAS, the proposal includes recruiting approximately 30 full-time faculty across various ranks, supported by 12-14 staff members in leadership, administration, advising, and operational roles, with an estimated operating budget of \$9-10 million per year and additional start-up costs to support infrastructure, recruitment, program development, and technology investments; and

WHEREAS, it is proposed that the School will also be supported by an advancement and development advisory board composed of policy experts, government officials, and community leaders to offer strategic advice and financial support; and

WHEREAS, the proposed launch of the School of Leadership and Policy is anticipated for fall 2027;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The University of Alabama that it grants approval to establish the School of Leadership and Policy at The University of Alabama and permission to submit this addition to the Alabama Commission on Higher Education (ACHE).

Pro tem Phelps then said a copy of the Executive Committee report had been distributed to the Board and asked if there were any objections to the report as distributed. Hearing none, the report was accepted.

EXECUTIVE COMMITTEE REPORT

Under Article IV of the Board Bylaws, the Executive Committee of the Board of Trustees may “perform any function of the Board when, in the opinion of the Executive Committee, action is advisable before the next regularly scheduled meeting of the Board.” The

Executive Committee is required to “report its action to the Board at the next Board meeting.”

Pursuant to its duly delegated authority, the Executive Committee unanimously approved the following resolutions:

October 2, 2025

Via Written-Consent: Approving Update to Contracts and Other Business Transactions Authority at UAH

Via Written-Consent: Approving Update of Signature Authority at UAH

Pro tem Phelps then recognized Trustee Morrissette for a report from the Investment Committee.

Trustee Morrissette reported that the Investment Committee met on November 6, 2025, and approved the termination of one manager and the investment of funds with one existing manager and one new manager.

Pro tem Phelps asked if there were questions or comments concerning the Committee’s actions. Hearing none, the report was accepted.

Granting Authorization to Negotiate and Execute Contract with Tembo Capital Mining Fund IV, L.P.

RESOLUTION

WHEREAS, the Investment Committee of The Board of Trustees of The University of Alabama has previously established a target asset allocation for Real Assets in the Pooled Endowment Fund; and

WHEREAS, the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, hereby recommends an investment in Tembo Capital Mining Fund IV, L.P. of up to \$15,000,000 for the Pooled Endowment Fund; and

WHEREAS, the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, hereby recommends an additional co-investment threshold of up to \$5,000,000 for the Pooled Endowment Fund;

NOW, THEREFORE, BE IT RESOLVED by the Investment Committee of The Board of Trustees of The University of Alabama that the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, and subject to review by the University of Alabama System legal counsel be, and hereby is, authorized to negotiate and execute a contract with Tembo Capital Mining Fund IV, L.P.

Granting Authorization to Terminate Contract with Seaport Global Property Securities Fund

RESOLUITON

WHEREAS, the Investment Committee of The Board of Trustees of The University of Alabama has previously established a target asset allocation for Real Assets in the Liquidity and Capital Reserve Pool; and

WHEREAS, the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, hereby recommends termination of our investment with Seaport Global Property Securities Fund in the Liquidity and Capital Reserve Pool;

NOW, THEREFORE, BE IT RESOLVED by the Investment Committee of The Board of Trustees of The University of Alabama that the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, and subject to review by the University of Alabama System legal counsel be, and hereby is, authorized to terminate our contract with Seaport Global Property Securities Fund.

Granting Authorization to Negotiate and Execute Contract with Duff & Phelps Global Real Estate Securities Fund

RESOLUTION

WHEREAS, the Investment Committee of The Board of Trustees of The University of Alabama has previously established a target asset allocation for Real Assets in the Liquidity and Capital Reserve Pool; and

WHEREAS, the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, hereby recommends an investment in

Duff & Phelps Global Real Estate Securities Fund of approximately 1.6% of the Liquidity and Capital Reserve Pool;

NOW, THEREFORE, BE IT RESOLVED by the Investment Committee of The Board of Trustees of The University of Alabama that the Senior Vice Chancellor for Finance and Administration, with the advice and assistance of Fund Evaluation Group, and subject to review by the University of Alabama System legal counsel be, and hereby is, authorized to negotiate and execute a contract with Duff & Phelps Global Real Estate Securities Fund.

Pro tem Phelps thanked Trustee Morrissette and recognized Trustee Gray for a report from the Finance Committee.

Trustee Gray reported that the Finance Committee met on November 7, 2025, and considered six resolutions. The Finance Committee unanimously recommended the six resolutions for approval. Trustee Gray moved for their approval by the Board, and the motion was duly seconded. Pro tem Phelps asked if there were questions or comments concerning any of the Finance Committee's actions. Hearing none, Pro tem Phelps then called for a vote, and the following resolutions were unanimously adopted, separately and collectively:

Approving the FY 2026-2027 Request for State Appropriations for Operations and Maintenance for the University of Alabama System

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama has reviewed the proposed FY 2026-2027 Request for State Appropriations for The University of Alabama System; and

WHEREAS, this request proposes a State Appropriation for FY 2026-2027 equivalent to the actual State Appropriations for FY 2025-2026, plus an increase of 10.0%. The requested increase is \$25,629,971 for The University of Alabama, \$40,464,659 for The University of Alabama at Birmingham and \$7,373,031 for The

University of Alabama in Huntsville for Operations and Maintenance and Other Programs funding; and

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that the proposed FY 2026-2027 Request for State Appropriations for Operations and Maintenance and Other Programs for The University of Alabama System is hereby adopted.

Approving the FY 2026-2027 Request for State Appropriations for Capital Improvements for the University of Alabama System

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama has reviewed the proposed FY 2026-2027 Request for State Funds for Capital Improvements for The University of Alabama System; and

WHEREAS, this request proposes the following for FY 2026-2027:

Summary of Request for State Funds for Capital Improvements
(dollars in thousands)

	New Projects	Renovation Projects	Major Equipment	Deferred Maintenance	Total
UA	\$12,415	\$115,212	\$0	\$30,783	\$158,410
UAB	94,000	31,800	0	36,912	162,712
UAH	264,049	34,400	0	19,296	317,745
Total	\$370,464	\$181,412	\$0	\$86,991	\$638,867

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that the proposed FY 2026-2027 Request for State Funds for Capital Improvements for The University of Alabama System is hereby adopted.

Approving Agreement with Equifax Workforce Solutions UA, UAH, UAB, UAB Health System, UAB Callahan Eye Hospital, UA Health Services Foundation, Cooper Green Mercy Health Services Authority, and the UA System Office

RESOLUTION

WHEREAS, The Affordable Care Act (ACA) passed in 2010 requires employers to offer health coverage that meets a minimum value standard to employees who work over an average of 30 hours per week; and

WHEREAS, the University of Alabama System (“Client”), inclusive of The University of Alabama (UA), The University of Alabama at Birmingham (UAB), UAB Callahan Eye Hospital, UAB Health System, Cooper Green Mercy Health Services Authority, The University of Alabama Health Services Foundation, The University of Alabama in Huntsville (UAH), and the University of Alabama System Office (UAS) requires a solution for maintaining compliance and reporting under ACA; and

WHEREAS, Client contracted services with HealthCare Impact Associates (“HIA”) in 2014; and

WHEREAS, HIA was acquired by Equifax Workforce Solutions (“Vendor”)

WHEREAS, the current agreement with Vendor is due for renewal; and

WHEREAS, Client would like to renew the Vendor as the provider of these services; and

WHEREAS, the cost for services provided will be funded from each covered entity’s operational funds; and

WHEREAS, Vendor will increase fees at a rate of 4% annually through the end of this renewal on November 30, 2028 for a total projected contract price of \$415,000.

NOW, THEREFORE BE IT RESOLVED by The Board of Trustees of The University of Alabama that the System Office is authorized to execute the agreement between the University of Alabama System and Equifax Workforce Solutions.

BE IT FURTHER RESOLVED by The Board of Trustees of The University of Alabama that Dana S. Keith, Senior Vice Chancellor for Finance and Administration, or the officers named in the most recent Board Resolutions granting signature authority for the University of Alabama System, are hereby authorized to act for and in the name of the Board to enter into the Agreement with Equifax Workforce Solutions, and to take any and all actions necessary to consummate the transaction.

Approving Professional Services Agreement with ON Services at UA

RESOLUTION

WHEREAS, in accordance with Board Rule 406, The University of Alabama (“University”) is requesting approval of a professional services agreement with ON Services to provide campaign celebration event services (“Agreement”); and

WHEREAS, to commemorate the successful conclusion of The Rising Tide 2.0 Capital Campaign and to express the University’s gratitude to its donors and volunteers, a campaign celebration will be incorporated into the University’s Homecoming festivities in October or November 2026; and

WHEREAS, the success of the Campaign will be highlighted throughout the Homecoming Pep Rally script, culminating in a projection mapping experience onto Gorgas Library that tells the story of The Rising Tide; and

WHEREAS, ON Services will be responsible for designing and executing the planned immersive visual presentation; and

WHEREAS, The Division of Advancement Services worked with the University’s Procurement Services Department to issue a Request for Proposals (No. UA25-128) on May 19, 2025, and three proposals were received; and

WHEREAS, a selection committee was convened to evaluate the submissions and invited ON Services to present on July 28, 2025; and

WHEREAS, the other firms were not invited to present, as their proposed costs exceeded the available budget; and

WHEREAS, the Committee determined that ON Services demonstrated a commitment to higher education philanthropy, a clear understanding of the UA brand, and offered competitive pricing within the budget parameters; and

WHEREAS, ON Services has been recognized as a national leader in the live event production industry since 1985 and has successfully executed projects of similar complexity at other universities; and

WHEREAS, the total cost associated with the proposed Agreement shall not exceed \$300,000, and the Agreement term will be for approximately one-year; and

WHEREAS, the Agreement will be funded from the Division of Advancement’s Reserves; and

WHEREAS, pursuant to Board Rule 406, the University seeks the Board's approval to enter into a professional services agreement with ON Services; and

WHEREAS, the University has studied and recommends approval of the proposed Agreement with ON Services;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Peter J. Mohler, President; Daniel T. Layzell, Vice President for Finance and Operations and Treasurer; or those officers named in the most recent Board Resolutions granting signature authority for The University of Alabama be, and each hereby are, authorized to act for and on behalf of The Board of Trustees of The University of Alabama to proceed with entering into a professional services agreement with ON Services.

Approving the Enterprise Applications Modernization Project at UA

RESOLUTION

WHEREAS, The University of Alabama ("University") requests approval from The Board of Trustees of The University of Alabama ("Board") to initiate a comprehensive modernization of its enterprise systems across Finance, Human Resources, and Research Administration ("Project"); and

WHEREAS, the Project is the replacement of the University's legacy Human Resources and Finance Enterprise Planning ("ERP") system, which has been in place for over two decades; and

WHEREAS, the Project includes deployment of a modern, cloud-based platform, as well as the implementation of a suite of cloud-based tools to support the University's research enterprise; and

WHEREAS, the modernization effort will enhance the experience of students, faculty, and staff, improve operational efficiency and effectiveness, strengthen data integrity and cybersecurity, and position the University to fulfill its mission with greater agility and innovation; and

WHEREAS, since 2021, the University has followed a strategic roadmap that included infrastructure upgrades, data governance enhancements, business process reviews, culminating in the selection of an ERP vendor; and

WHEREAS, in summer 2023, the University conducted a comprehensive ERP vendor evaluation process, including issuing a Request for Information (RFI), on-site

demonstrations, process workshops, peer testimonials, site visits, reference checks, executive reviews, and competitive pricing negotiations; and

WHEREAS, Workday is currently deployed by over 60 R1 institutions, aligns strongly with the University's operational needs, user experience goals, and long-term strategic goals; and

WHEREAS, Workday's final pricing proposal was independently confirmed to be highly competitive relative to comparable market alternatives; and

WHEREAS, an Executive Leadership Team made up of representatives from key departments across the University selected Workday, Inc. as the top solution following this evaluation process; and

WHEREAS, the modernization efforts will kick off this fall, with an anticipated go-live in February 2028, and the University anticipates a stabilization period of 6 to 8 months post go-live; and

WHEREAS, to ensure a successful implementation, the University will engage Huron Consulting Services, LLC as its ERP implementation partner selected from a Request for Proposals solicitation; and

WHEREAS, additional platforms that are aligned with the broader ERP architecture will be required; and

WHEREAS, it will be necessary to reallocate UA staffing resources and secure implementation staffing augmentation and Project term hires; and

WHEREAS, in order to effectively manage a modernization effort of this scale and complexity, a program support team will be put in place for the Project lifecycle; and

WHEREAS, the Huron Research Suite Implementation, previously approved by the Board via the University's 2025-26 Annual Technology Plan, will be implemented during the Project time-period; and

WHEREAS, refer to *Appendix A* for a breakdown of the referenced project components, associated forecasted costs, and the selection process followed for each; and

WHEREAS, the total project costs for the Enterprise Applications Modernization Program is \$109,025,000; and

WHEREAS, the University allotted a contingency allowance of \$14,614,000 to address potential costs related to additional Workday products, whose pricing has already

WHEREAS, the University allotted a contingency allowance of \$14,614,000 to address potential costs related to additional Workday products, whose pricing has already been negotiated, and to cover associated professional service fees from implementation partners, should the University decide to proceed with these products following the ERP's go-live; and

WHEREAS, the contingency also reflects prudent planning for cost variances and unforeseen needs that may arise during the implementation and stabilization phases of a project of this scale and complexity, thus ensuring the University remains agile and prepared to sustain momentum without disruption; and

WHEREAS, pursuant to Board Rule 406 V. A. iv., the University is requesting the Board's authorization to expend an amount not to exceed \$123,639,000 for the total project through the stabilization period with any future adjustments to the total project cost reflected in the University's subsequent Annual Technology Plans; and

WHEREAS, the Project will be funded in part from the Education Trust Fund Advancement and Technology Supplemental Appropriation Funds allocated in Act#2025-269 and as further allocated by the Board at its September 12, 2025 meeting in the amount of \$10,045,407, with the remaining \$113,593,593 covered through a combination of institutional sources, including reallocated funding, net new funding, and Central Reserves; and

WHEREAS, the University shall provide regular updates to the Board and System Office concerning the status and progress of the Project;

WHEREAS, the Budget for the Project is as stipulated below:

BUDGET:		REVISED
Workday ERP	\$	1,515,000
Implementation Partner- Huron Consulting Services, LLC	\$	36,750,000
UA Staffing ¹	\$	24,323,000
Implementation Staffing Augmentation	\$	24,000,000
Additional Software Solutions (Data Warehouse, Identity Management Tool, and Integration Platform)	\$	8,174,000
Huron Research Suite Implementation ²	\$	7,710,000
Program Management	\$	6,553,000
Contingency	\$	14,614,000
TOTAL PROJECT COST	\$	<u>123,639,000</u>

¹ One-time costs for reallocation of internal staff to ERP project roles, funding of temporary backfill to maintain operations, and project term hires.

² Previously approved by the Board via the University's 2025-26 Annual Technology Plan

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The University is authorized to expend an amount not to exceed \$123,639,000 for the Enterprise Applications Modernization Program.

BE IT FURTHER RESOLVED, that Peter J. Mohler, President; Daniel T. Layzell, Vice President for Finance and Operations and Treasurer; or those officers named in the most recent Board Resolutions granting signature authority for The University of Alabama be, and each hereby are, authorized to act for and on behalf of The Board of Trustees of The University of Alabama in executing the necessary contracts resulting from the project components and the selection processes identified in *Appendix A* to include Iron Brick Associates, LLC, third-party reseller for Workday, Inc.; Huron Consulting Services, LLC; and vendors selected for Implementation Staffing Augmentation, Program Management, and additional Software Platforms in accordance with Board Rule 406 V. A. iv.

Approving the Amendment to Master Software and Services Agreement between Paciolan, LLC and The University of Alabama at Birmingham

RESOLUTION

WHEREAS, The University of Alabama at Birmingham's Intercollegiate Athletics Department ("UAB") has had a successful 20-year working relationship with Paciolan, LLC ("Contractor"); and

WHEREAS, the Contractor has provided secure payment processing services (software subscription and professional services), assisting UAB with its fiscal management of ticketing revenue and contributions; and

WHEREAS, over the years, these services have been expanded to include marketing, customer services, and ticket sales strategy; and

WHEREAS, in addition to continuation of these services, the amendment to the master software and services agreement will provide enhancements that include build out and implementation of a 3D seat visualization software to improve customer experience during ticket buying process for events at Bartow Arena; and

WHEREAS, these enhancements are anticipated to produce growth in revenue and improved customer experience; and

WHEREAS the amendment to the master software and services agreement is effective through June 30, 2029 for a total amount of \$113,000 and will be funded from Intercollegiate Athletics Operation Funds; and

WHEREAS, pursuant to Board Rule 406, UAB requests that the amendment to the master software and services agreement be ratified and confirmed by the Board;

NOW, THEREFORE BE IT RESOLVED by The Board of Trustees of The University of Alabama that it ratifies and confirms the master software and services agreement executed between The University of Alabama at Birmingham and Paciolan, LLC.

Pro tem Phelps thanked Trustee Gray and recognized Trustee Mauldin for a report from the Physical Properties Committee.

Trustee Mauldin reported that the Physical Properties Committee met on November 6, 2025, and considered 13 resolutions for approval by the Board. The Committee recommended 13 resolutions for approval. Trustee Mauldin moved for their approval by the Board, and the motion was duly seconded. Pro tem Phelps asked if there were questions or comments concerning any of the items. Hearing none, Pro tem Phelps then called for a vote, and the following resolutions were unanimously adopted, separately and collectively:

Approving the revised project budget; granting authorization to execute a Construction Contract for the AIME Renovations for AMP Battery Research Center at UA (Stage IV)

RESOLUTION

WHEREAS, on September 5, 2024, in accordance with Board Rule 415, The Board of Trustees of The University of Alabama ("Board") approved a Stage I submittal for the AIME Renovations for AMP Battery Research Center ("AMP BRC") project ("Project") to be located at 720 2nd Street; and

WHEREAS, the proposed Project initially entailed the renovation of approximately 6,000 square feet within the 1st floor of the Alabama Innovation & Mentoring of Entrepreneurs Building (“AIME”), to create a state-of-the-art battery research laboratory facility featuring a new pilot line laboratory for pouch, prismatic, and cylindrical cell production; and

WHEREAS, through this Project, the University will acquire advanced, multi-scale, multi-disciplinary equipment designed for next-generation battery research and education and will provide a facility that will significantly enhance the University's capabilities in battery technology, foster innovation, and provide unparalleled educational opportunities for students and researchers; and

WHEREAS, the renovated facility will include dedicated areas for materials and chemical receiving, as well as office and storage spaces to support research activities; and

WHEREAS, upon further investigation and project discovery meetings, the University recognizes a need for the Project to encompass additional square feet of renovated space for a Project total of 8,710 gross square feet (“GSF”) including approximately 1,500 square feet of mezzanine mechanical space and to address interface areas and tie in areas and corridors relative to the renovation work; and

WHEREAS, the Project includes the purchase of AMP BRC equipment and will provide an appropriate environment for operation thereof; and

WHEREAS, to maintain an efficient and cost-effective delivery, the Project was divided into three packages, including Construction Package A – Main Renovation, Construction Package B - Demolition, and Construction Package C - Structural; and

WHEREAS, Williams Blackstock Architects, Inc., Birmingham, AL (“WBA”) has previously served as a consultant for the concept design for this Project and has familiarity and innate knowledge of the facility; and

WHEREAS, on February 7, 2025, due to WBA’s knowledge of the AMP Battery Research Center facility needs through concept design, and their familiarity with University Standards and design principles and procedures, which will greatly facilitate the design and administrative process and support the Project schedule, the Board approved a waiver of the Consultant Selection Process and authorized the University to utilize WBA for architectural services for the Project; and

WHEREAS, the University negotiated a design fee of 5.9% of the cost of construction plus a 1.1 renovation factor for the existing facility renovation, and \$49,175 for additional services and reimbursables less a discount credit of \$35,784, representing a 16% reduction in the standard fee for this type of project; and

WHEREAS, on February 7, 2025, the Board approved a revised and reallocated budget from \$15,000,000 to \$15,700,000 to reflect the additional space required for the BRC equipment and fit-out, the construction packaging revisions, and the negotiated design fees plus related soft costs; and

WHEREAS, throughout the design phase as research equipment and space usage were further studied and necessary adjustments made, and due to the time required for this additional study and finalization of design, the University determined it would be in the best interest of the Project to procure the scope under a single construction package, Construction Package A – Main Renovation, in lieu of the aforementioned packaging that was aimed at taking advantage of the summer months for some of the more intrusive scope; and

WHEREAS, as a result of the further studies of the research equipment and space usage, the University determined it would be in the best interest of the Project to procure the Modular Dry Room and Emergency Generator directly, and as such has moved the estimated costs from Construction Package A – Main Renovation to the Owner Furnished Contractor Installed Equipment line on the revised budget; and

WHEREAS, on September 17, 2025, pursuant to Title 39, Public Works provisions of the Code of Alabama, competitive bids were received for the Construction Package A – Main Renovation and J.T. Harrison Construction Company, Inc., of Tuscaloosa, Alabama, (“Harrison Construction”) was declared the lowest responsible bidder for the Project with an adjusted base bid of \$2,872,000, as referenced on the certified bid tab; and

WHEREAS, the University is requesting approval to award the construction contract for Construction Package A – Main Renovation of this Project to Harrison Construction for a total contract amount of \$2,872,000; and

WHEREAS, the University is requesting approval of a reduction in the Revised Budget from \$15,700,000 to \$15,000,000, to reflect the aforementioned revised construction packaging, the user requested adjustments to BRC equipment, the resulting redesign costs, and the bid results and associated revisions to soft costs; and

WHEREAS, the Project location and program have been reviewed and are consistent with the University Campus Master Plan, University Design Standards, and the principles contained therein; and

WHEREAS, the Project will be funded from the ETF Supplemental Appropriations allocated in Act #2024-428 (HB 144), as allocated by the Board of Trustees of The University of Alabama in the amount of \$15,000,000 and will eliminate deferred maintenance liabilities in the amount of \$1,900,000; and

WHEREAS, the revised budget for the Project is as stipulated below:

BUDGET		REVISED
Construction Package A – Main Renovation	\$	2,872,000
Owner Furnished Contractor Installed (OFCI) Equipment	\$	8,854,000
Furniture, Fixtures and Equipment	\$	250,000
Security/Access Control	\$	70,000
Telecommunication/Data	\$	75,000
Contingency ¹	\$	1,172,600
UA Project Management Fee ²	\$	580,437
Architect/Engineer Fee ³	\$	897,952
Other ⁴	\$	228,011
TOTAL PROJECT COST	\$	<u>15,000,000</u>

¹Contingency is based on 10% of the cost of Construction Package A and OFCI Equipment.

²UA Project Management Fee is based on 4.5% of Construction Packages A, OFCI Equipment, and Contingency.

³Architect/Engineer Fee is based on a negotiated design fee of 6% (percentage adjusted post-bid in accordance with DCM fee schedule) of the cost of Construction Package A and OFCI Equipment plus a 1.1 renovation factor for the existing facility renovation, plus \$49,175 for additional services and reimbursables, and \$110,645 for design revisions, less a discount credit of \$35,784.

⁴Other expenses include Geotech, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The Revised Budget and Funding for the Project, as stipulated above, is hereby approved.

BE IT FURTHER RESOLVED, that Peter J. Mohler, President; Daniel T. Layzell, Vice President for Finance and Operations and Treasurer; or those officers named in the most recent Board resolutions granting signature authority for the University be, and hereby are, authorized to act for and on behalf of the Board of Trustees of The University of Alabama to execute the aforementioned contract with J.T. Harrison Construction Company, Inc., Tuscaloosa, Alabama, for Construction Package A – Main Renovation for the Project in accordance with Board Rule 415.

Approving the reallocated project budget; granting authorization to execute a Construction Contract for the Coleman Coliseum Basketball Training and Player Development Facility Expansion and Renovation at UA (Stage IV)

RESOLUTION

WHEREAS, on June 7, 2024, by Board Rule 415, the Board of Trustees of The University of Alabama ("Board") approved Stage I and Stage II submittals for the Coleman Coliseum Basketball Training and Player Development Facility Expansion and Renovation project ("Project") to be located at 1201 Coliseum Drive; and

WHEREAS, this Project will include a renovation of approximately 19,059 gross square feet ("GSF") of the existing facility as well as an expansion to include an additional 48,883 GSF to allow for a new basketball training and player development facility in the southeast corner of Coleman Coliseum; and

WHEREAS, the Project will entail constructing a new basketball training and player development facility to include new sports medicine spaces, film/team meeting rooms, locker rooms, lounges, and coach/staff areas for both the men's and women's basketball programs as well as a new practice facility and weight room for the men's basketball program; and

WHEREAS, the current men's practice facility will be renovated to provide a dedicated, enhanced space for the women's basketball program following finishing upgrades to the space; and

WHEREAS, to maintain an efficient and cost-effective delivery, the Project originally consisted of two packages, including Construction Package A – Building Expansion and Renovation and Construction Package B – Site and Utilities; and

WHEREAS, to maximize coordination with season schedules and to meet the desired Athletic project completion date request of June 2026, the University initiated an expedited schedule for this Project; and

WHEREAS, to achieve this expedited schedule and to mitigate the impact of the design enhancements, the University executed a separate Foundation Package ("Construction Package C – Foundation") and Owner Furnished Materials ("Owner Furnished Contractor Installed Equipment – OFCI"); and

WHEREAS, on June 7, 2024, due to the firm having previously served as a consultant for the concept design for this Project and having familiarity and innate knowledge of the facility, the Board approved a waiver of the Consultant Selection process and authorized the University to proceed with design utilizing the services of Davis Architects, Inc., of Birmingham, Alabama ("Davis"), accepting a negotiated design fee of

4.7% of the cost of construction plus a 1.1 renovation factor for the existing facility renovation, and \$350,415 for additional services and reimbursables less a discount credit of \$53,007; and

WHEREAS, on June 7, 2024, the Board approved the continued participation of Populous Holdings, LLC, due to their broad knowledge of similar facilities, having designed several across the country, which provides valuable benchmarking data to ensure equity and competitiveness for the basketball programs and their proposed fee is included in additional services within Davis' proposed fee; and

WHEREAS, on July 25, 2024, pursuant to Title 39, Public Works Provisions of the Code of Alabama, the University received competitive bids for the Construction Package B – Site and Utilities and CivilCON, LLC (“CivilCON”) of Tuscaloosa, Alabama, was declared the lowest responsible bidder for the Project with a base bid for \$2,972,161, for the work related to the Project; and

WHEREAS, in accordance with Board Rule 415, on September 5, 2024, the Board authorized the University to award the construction contract for Construction Package B – Site and Utilities to CivilCON for a total contract amount of \$2,972,161; and

WHEREAS, on September 5, 2024, the Board approved a Budget Reallocation to reflect the abovementioned revised construction packaging necessary for the Project schedule and the Construction Package B contract award and related revisions to soft costs; and

WHEREAS, in accordance with Board Rule 415, on September 5, 2024, the Board approved renderings for the Stage III submittal for the Project; and

WHEREAS, on behalf of Intercollegiate Athletics, the University has negotiated a design fee amendment of \$409,775 to Davis to reflect the design effort required for design scope changes and program enhancements requested by Intercollegiate Athletics as appropriate to align the program with current trends in adjacencies of coaching and player spaces; and

WHEREAS, on September 24, 2024, pursuant to Title 39, Public Works Provisions of the Code of Alabama, the University received competitive bids for Construction Package C – Foundation and WAR Construction, Inc. (“WAR Construction”) of Tuscaloosa, Alabama, was declared the lowest responsible bidder for the Project with an adjusted base bid in the amount of \$1,066,800, as referenced on the certified bid tab, for the work related to the Project; and

WHEREAS, on November 8, 2024, the Board authorized the University to award the construction contract for Construction Package C – Foundation to WAR Construction for a total contract amount of \$1,066,800; and

WHEREAS, on November 8, 2024, the Board approved a Budget Reallocation to reflect the abovementioned additional design services, the Construction Package C contract award and the related revisions to soft costs; and

WHEREAS, on February 7, 2025, the Board approved Intercollegiate Athletics' request to incorporate the design of Players' Courtyards to be located next to the team lounges for both the men's and women's teams that will serve as expanded player and team spaces, a recruiting tool as well as functional space for team events; and

WHEREAS, on February 7, 2025, the Board approved a revised and reallocated budget from \$58,674,625 to \$59,183,973 to reflect the scope increase of the aforementioned Players Courtyards, the construction package revisions, and the associated negotiated design fees plus related soft cost as well as the University's request to bid the scope of Construction Package D – Elevator within Construction Package A – Building Expansion and Renovation; and

WHEREAS, on February 7, 2025, the Board approved revised renderings for the Project; and

WHEREAS, due to the aforementioned design revisions and the related schedule impacts, on February 7, 2025, the Board approved the University's request to bid the scope of Construction Package D – Elevator within Construction Package A – Building Expansion and Renovation; and

WHEREAS, on February 20, 2025, pursuant to Title 39, Public Works Provisions of the Code of Alabama, the University received competitive bids for Construction Package A – Building Expansion and Renovation and J.T. Harrison Construction Co., Inc. (“Harrison Construction”) of Tuscaloosa, Alabama, was declared the lowest responsible bidder for the Project with an adjusted base bid in the amount of \$33,435,000, as referenced on the attached certified bid tab, for the work related to the Project; and

WHEREAS, on April 4th, 2025, the Board authorized the University to award the construction contract for Construction Package A – Building Expansion and Renovation to Harrison Construction for a total contract amount of \$33,435,000; and

WHEREAS, Intercollegiate Athletics desired to incorporate state-of-the-art Audio, Video, and Technology tools, including cameras, multiple enhanced video boards and sound systems that will have multifunctional uses, integrating the NOAH shot tracking system, and advanced in-house analytics, designed to improve basketball performance and experience for both student-athletes and coaching staff, and acting as a key recruiting tool showcasing the University's commitment to providing cutting edge resources to prospective student-athletes; and

WHEREAS, on April 4th, 2025, the Board authorized the University to execute the Audio, Video and Technology Scope of work through a separate Audio Visual & Technology Package (“Construction Package D – A/V & Technology”); and

WHEREAS, on April 4th, 2025, the Board approved a revised budget from \$59,183,973 to \$54,603,372 to reflect the addition of Construction Package D – A/V & Technology, the Construction Package A – Building Expansion and Renovation contract award and the related revisions to soft costs; and

WHEREAS, on September 16th, 2025, pursuant to Title 39, Public Works provisions of the Code of Alabama, competitive bids were received for Construction Package D – A/V & Technology and Conference Technologies Inc., of Maryland Heights, Missouri, (“Conference Technologies”) was declared the lowest responsible bidder with a base bid in the amount of \$2,656,276, as referenced on the attached certified bid tab, for the work related to the Project; and

WHEREAS, the University is requesting approval to award the construction contract for Construction Package D – A/V & Technology to Conference Technologies for a total contract amount of \$2,656,276; and

WHEREAS, the University is requesting a budget reallocation to reflect the Construction Package D – A/V & Technology bid results, related revisions to soft costs, additional Owner Furnished Equipment including High Density Storage and select A/V Equipment, and updated cost estimates for other budget items as necessary; and

WHEREAS, the Project location and program have been reviewed and are consistent with the University Campus Master Plan, University Design Standards, and the principles contained therein; and

WHEREAS, the Project will be funded from Crimson Standard Cash in the amount of \$20,509,348, University Central Reserves in the amount of \$1,725,000 (for related storm sewer work), and General Revenue Bonds Series 2024B of \$32,369,024 for a Total Project Budget in the amount of \$54,603,372 and will eliminate deferred maintenance liabilities in the amount of \$400,000; and

WHEREAS, the reallocated budget for the Project is as stipulated below:

BUDGET:	REALLOCATED
Construction Package A – Building Expansion and Renovation	\$ 33,435,000
<i>Construction Package B – Site and Utilities</i>	\$ 2,940,877
<i>Construction Package C - Foundation</i>	\$ 1,093,981
Construction Package D – A/V & Technology	\$ 2,656,276
Owner Furnished Contractor Installed Equipment (OFCI)	\$ 1,475,554
Furniture, Fixtures, and Equipment	\$ 1,400,000
Security/Access Control	\$ 330,000
Telecommunication/Data	\$ 400,000
Contingency ¹	\$ 3,756,683
UA Project Management Fee ²	\$ 2,041,127
Architect/Engineer Fee ³	\$ 2,892,127
Other ⁴	\$ 2,181,747
TOTAL PROJECT COST	\$ 54,603,372

¹Contingency is 10% of Construction Packages A & D & OFCI.

²UA Project Management Fee is based on 4.5% of the costs of Construction Packages A – D, OFCI, and Contingency.

³Architect/Engineer Fee is based on 4.8% (percentage updated post-bid in accordance with DCM fee schedule) of the cost of Construction Packages A-D and OFCI plus a 1.1 renovation factor for the existing facility renovation, and \$388,790 for additional services and reimbursables, less total credits in the amount of \$53,007, plus an additional \$472,488 in redesign fees for the work requested by Athletics.

⁴Other fees and expenses include Geotech, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

Work Completed, Actual Contract Amount.

Current Package for Approval.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The Reallocated Budget for the Project is hereby approved as stipulated above.

BE IT FURTHER RESOLVED, that Peter J. Mohler, President, Daniel T. Layzell, Vice President for Finance and Operations and Treasurer, or those officers named in the most recent Board Resolutions granting signature authority for The University of Alabama be, and hereby are, authorized to act for and on behalf of the Board of Trustees of The University of Alabama to execute the aforementioned construction contract with Conference Technologies Inc., Maryland Heights, Missouri, for Construction Package D – A/V & Technology for the Project in accordance with Board Rule 415.

Approving the revised project budget; granting authorization to execute a Construction Contract for the Psychiatry Residency Program Renovation and Addition at UA (Stage IV)

RESOLUTION

WHEREAS, on June 6, 2025, in accordance with Board Rule 415, the Board of Trustees of The University of Alabama (“Board”) approved the Stage I and Stage II submittal for the Psychiatry Residency Program Renovation and Addition project (“Project”) to be located at 850 Peter Bryce Boulevard; and

WHEREAS, the Project will provide necessary space for the University’s College of Community Health Sciences (“CCHS”) to launch the newly accredited Tuscaloosa Psychiatry Residency Program, a four-year education and training program for medical school graduates that will prepare board-eligible residents in the field of psychiatry and help address the critical need for psychiatrists in the state; and

WHEREAS, the Project will include the renovation of approximately 5,200 gross square feet (“GSF”) of the existing Betty Shirley Clinic at University Medical Center as well as an adjacent 2,700 GSF addition, which will be in keeping with the design elements of the existing facility; and

WHEREAS, the renovation and addition will provide space to serve as one of the training facilities for the resident doctors to gain supervised experience serving patients and will include exam rooms, learning exam rooms with observation areas, consult rooms, and administrative areas; and

WHEREAS, Williams Blackstock Architects, Birmingham, Alabama (“WBA”), was engaged as the consultant for the programming and concept design for the Project and

served as the architect of record for the recently completed Clinical Services and Research MRI Addition to Student Health; and

WHEREAS, as a result of the aforementioned services, WBA gained valuable familiarity and an innate knowledge and understanding of the facility and occupants as well as the unique needs of the program that will greatly facilitate the design and administrative process, and therefore on June 6, 2025, in accordance with Board Rule 415, the Board authorized the University to waive the Consultant Selection Process and to utilize WBA for design services for the Project; and

WHEREAS, the University has negotiated a final design fee based on 6.5% of the cost of construction with a reduced renovation factor of 1.10, plus a not-to-exceed amount of \$7,590 for additional services and reimbursables, and less a discount credit of \$12,564 for WBA's familiarity with the facility, representing a total fee reduction of 16%, which is a financial benefit to the University; and

WHEREAS, the site of the proposed addition is accessible and vacant, and the proposed use is deemed most appropriate and is consistent with the use and nature of the area; and

WHEREAS, the proposed materials for the addition will be consistent with the existing components of the University Medical Center exterior elements and the Project location and program have been reviewed and are consistent with the University Campus Master Plan, University Design Standards and the principles contained therein; and

WHEREAS, on September 12, 2025, the Board approved the Stage III submittal for the Project; and

WHEREAS, on September 11, 2025, pursuant to Title 39, Public Works provisions of the Code of Alabama, competitive bids were received for the Project and Snow-Blakeney Construction, Inc. ("Snow-Blakeney"), was declared the lowest responsible bidder with an adjusted base bid in the amount of \$2,322,567, as referenced on the attached certified bid tab, for the work related to the Project; and

WHEREAS, the University is requesting approval to award the construction contract for the Project to Snow-Blakeney in the amount of \$2,322,567; and

WHEREAS, the University is requesting approval for a Budget Revision from \$5,575,738 to \$3,616,837 to reflect the bid results and associated revisions to soft costs; and

WHEREAS, the Project will be funded with College of Community Health Sciences Reserves in the amount of \$3,616,837 and will eliminate deferred maintenance liabilities in the amount of approximately \$550,000; and

WHEREAS, the revised budget for the Project is as stipulated below:

BUDGET:		REVISED
Construction	\$	2,322,567
Furniture, Fixtures and Equipment	\$	406,372
Security/Access Control	\$	82,500
Telecommunication/Data	\$	89,420
Contingency ¹	\$	232,257
UA Project Management Fee ²	\$	114,967
Architect/Engineer Fee ³	\$	168,754
Other ⁴	\$	200,000
TOTAL PROJECT COST	\$	<u>3,616,837</u>

¹ Contingency is based on 10% of the cost of construction.

² UA Project Management Fee is based on 4.5% of the cost of construction and contingency.

³ Architect/Engineer Fee is based on 6.8% (percentage adjusted post-bid in accordance with DCM fee schedule) of the cost of construction, plus a 1.1 renovation factor, plus a not-to-exceed amount of \$7,590 for additional services and reimbursables, and less a discount credit of \$12,564.

⁴ Other expenses include Transportation Services Fees, Geotech, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The Revised Budget for the Project is hereby approved as stipulated above.

BE IT FURTHER RESOLVED, that Peter J. Mohler, President, Daniel T. Layzell, Vice President for Finance and Operations and Treasurer, or those officers named in the most recent Board Resolutions granting signature authority for The University of Alabama be, and hereby are, authorized to act for and on behalf of the Board of Trustees of The University of Alabama to execute the aforementioned contract with Snow-Blakeney Construction, Inc., Tuscaloosa, Alabama, for construction of the Project in accordance with Board Rule 415.

Approving the proposed architectural design for the Reserve Officers' Training Corps Facility and Student Veterans Center at UA (Stage III)

RESOLUTION

WHEREAS, on November 7, 2024, in accordance with Board Rule 415, the Board of Trustees of The University of Alabama (“Board”) approved a Stage I submittal for the Reserve Officers’ Training Corps Facility and Student Veterans Center (“ROTC Facility”) project (“Project”) originally approved to be located on twenty-six acres of property north of Campus Drive and east of U.S. Highway 82 and revised to 130 4th Street as approved by the Board on September 12, 2025; and

WHEREAS, the Project entails the construction of an approximately 19,746 gross square foot (“GSF”) one-story building and training facility to serve the Reserve Officers’ Training Corps (“ROTC”) designed for modern physical training practices and updated Army and Air Force testing procedures; and

WHEREAS, the Student Veterans Center shared use of the facility will serve to support our student veterans as they transition from military life to college life; and

WHEREAS, the Project expands the Student Life wellness programs by providing much-needed new space specifically designed for the military-affiliated population, including multipurpose space, locker rooms, training areas, adjacent parking, and a Rappelling Tower; and

WHEREAS, the Project will enhance the programs and services provided by the Office of Veteran and Military Affairs; and

WHEREAS, on February 7, 2025, in accordance with Board Rule 415, the Board approved the top ranked architectural firms and authorized The University of Alabama (“University”) officials to proceed with negotiations for architectural design services with Seay, Seay, & Litchfield Architects, of Montgomery, Alabama (“SSL”); and

WHEREAS, upon completion of negotiations with SSL, the University established a final design fee of 6.1% of the cost of construction, landscaping, Owner Furnished Contractor Installed equipment, and contingency, plus \$80,000 for additional services; and

WHEREAS, the Project was approved to be located on the twenty-six-acre site north of Campus Drive and east of U.S. Highway 82, allowing the University to take advantage of the topography and other features available, including access directly from the Northeast Commuter Parking Lot, which would be an appropriate environment for the training purposes of ROTC, and would provide them with a discreet operating area that is not disruptive to the main campus, while conveniently accessible for students; and

WHEREAS, due to a planned multi-year infrastructure project for U.S. Highway 82 that will have a critical impact on accessibility to the site and the results of expanded

hydrology and site studies done in correlation with potential alternative access pathways, the original Project location presents significant challenges with schedule, costs, and safety impacts; and

WHEREAS, relocating the Project to an alternative site with convenient access, stable topography and adjacent utilities will provide for more efficient and cost-effective construction and a higher utilization rate of the facility; and

WHEREAS, on September 12, 2025, the Board approved a Campus Master Plan Amendment to reflect the change of location of the Project site as shown on the 2024 Campus Master Plan to a new site located at 130 4th Street, south of the Student Recreation Center, Soccer Stadium, and Recreational Tennis Courts and adjacent to the eastern edge of the East Commuter Parking Lot; and

WHEREAS, this proposed location is appropriate for the intended use, aligns with the character of the area, and offers the lowest development cost for the University; and

WHEREAS, the facility and training yard will include security and access control measures as appropriate for the more centralized location and the building will be designed to architecturally complement the surrounding facilities; and

WHEREAS, due to the decreased site work required with the proposed new location, the Project can now be delivered in a single construction package, including add alternates for the Rappelling Tower and fencing upgrades to maximize bid day success, and will include Owner Furnished Contractor Installed Equipment to mitigate the impact of continued long-lead items; and

WHEREAS, the users desire to apply the expected cost savings from the Project site change towards the purchase of state-of-the-art simulators and training modules necessary to fully fit-out the Digital Training Center space within the facility that were originally planned to be purchased in the future as funds became available; and

WHEREAS, on September 12, 2025, the Board approved a budget reallocation to reflect the consolidated packaging, the Digital Training Center equipment, and the aforementioned final negotiated design fees; and

WHEREAS, the University received renderings for the Stage III submittal and are recommending approval of said design; and

WHEREAS, the Project program has been reviewed and is consistent with University Design Standards and the principles contained therein; and

WHEREAS, the Project will be funded from Education Trust Fund Supplemental Appropriations allocated in ACT #2024-428, HB144, as further allocated by the Board of Trustees of The University of Alabama, in the amount of \$12,750,000; and

WHEREAS, the budget for the Project remains as stipulated below:

BUDGET:		CURRENT
Construction	\$	8,450,000
Landscaping	\$	200,000
OFCI Equipment	\$	200,000
Furniture, Fixtures and Equipment	\$	465,000
Digital Training Center Equipment	\$	816,000
Security/Access Control	\$	65,000
Telecommunication/Data	\$	125,000
Contingency ¹	\$	442,500
UA Project Management Fee ²	\$	325,238
Architect/Engineer Fee ³	\$	619,850
Other ⁴	\$	263,243
Escalation ⁵	\$	778,169
TOTAL PROJECT COST	\$	<u>12,750,000</u>

¹ Contingency is based on 5% of the cost of Construction, Landscaping and Owner Furnished Contractor Installed Equipment.

² UA Project Management Fee is based on 3.5% of the cost of Construction, Landscaping, Owner Furnished Contractor Installed Equipment and Contingency.

³ Architect/Engineer Fee is based on 6.1% of the cost of Construction, Landscaping, and Owner Furnished Contractor Installed Equipment, plus \$80,000 in additional services.

⁴ Other expenses include Transportation Services Fees, Geotech, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

⁵ Escalation is currently based on an anticipated 0.5% inflation per month and is therefore calculated as 6.5% through the anticipated bid date of December 2025 as included in the Project Status.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The Stage III Architectural Design submittal for the project is hereby approved.

Approving the revised project scope and budget for the Chi Omega Sorority House Renovations at UA (Revised Stage II)

RESOLUTION

WHEREAS, on June 6, 2025, in accordance with Board Rule 415, the Board of Trustees of The University of Alabama (“Board”) approved a Stage I and Stage II submittal for the Chi Omega Sorority House Renovations project (“Project”) to be located at 901 Magnolia Drive; and

WHEREAS, the Project will consist of the renovation of approximately 2,600 gross square feet (“GSF”), primarily including kitchen and serving space, of the Chi Omega Sorority House to allow for better efficiency and circulation to accommodate the increased membership size of the Chapter; and

WHEREAS, to gain economies of scale and to minimize further disruptions to the members and address deferred maintenance items, the Project will also include the replacement of weathered shutters and doors as well as the reworking of the basement mail room for improved functionality, concurrent with the kitchen and servery work; and

WHEREAS, these improvements will provide an enhanced environment for Chapter members and increase the Chapter’s recruiting potential for future membership growth; and

WHEREAS, the scope was originally allocated between two phases, Construction Package A – Renovation, which included the majority of the Project scope, and Construction Package B – Select Demolition, which included the careful demolition of areas to be renovated, and included Owner Furnished Contractor Installed Equipment (“OFCI”) due to estimated long lead kitchen equipment; and

WHEREAS, Seay, Seay and Litchfield Architects, of Montgomery, Alabama (“SS&L”), was engaged by the Chapter to perform programming services for the project and has valuable insight that will facilitate an efficient and effective design process; and

WHEREAS, on June 6, 2025, due to SS&L’s aforementioned insight and its knowledge of University standards and design principles and procedures that will greatly facilitate the design and administrative process, the Board approved a waiver of the Consultant Selection Process and authorized the University to utilize SS&L for design services for the Project; and

WHEREAS, the University, on behalf of the Chapter, negotiated a final design fee based on 6.9% of the cost of Construction Packages A and B and OFCI with a reduced renovation factor of 1.18, plus not to exceed additional services and reimbursables of

\$8,000, and a credit for familiarity with the project of \$5,520, representing a total savings of \$15,180, which is a financial benefit to the Chapter; and

WHEREAS, throughout design progression, industry activity and lead times have been assessed and the University believes it is currently in the best interest of the Project to procure the scope under a single construction contract to increase competition and provide the best bid results; and

WHEREAS, the Chapter desires to make minor renovations to the House Director's suite, add a ramp for deliveries and logistics and desires to make elevator improvements to provide increased operational efficiencies within the house; and

WHEREAS, the University, on behalf of the Chapter, is requesting approval of a budget revision from \$2,646,400 to \$3,261,376 for this increased scope and repackaging of the Project; and

WHEREAS, the Project location and program have been reviewed and are consistent with the University Campus Master Plan, University Design Standards and the principles contained therein; and

WHEREAS, the Project will be funded by Chi Omega Chapter Reserves in the amount of \$3,261,376, which the University has verified, and the Project will address deferred maintenance liabilities in the amount of approximately \$1,500,000; and

WHEREAS, the revised budget for the Project is as stipulated below:

BUDGET:		REVISED
Construction	\$	2,500,000
Security/Access Control	\$	15,000
Telecommunication/Data	\$	15,000
Contingency ¹	\$	250,000
UA Project Management Fee ²	\$	123,750
Architect/Engineer Fee ³	\$	203,080
Other ⁴	\$	75,000
Escalation ⁵	\$	79,546
TOTAL PROJECT COST	\$	<u>3,261,376</u>

¹Contingency is based on 10% of the cost of Construction.

²UA Project Management Fee is based on 4.5% of Construction and Contingency.

³Architect/Engineer Fee is based on 6.8% (percentage updated with budget increase in accordance with DCM fee schedule) of the cost of Construction with a 1.18 renovation factor, plus not to exceed additional services and reimbursables of \$8,000 and a credit for familiarity with the Project of \$5,520.

⁴Other expenses include Transportation Services Fees, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

⁵Escalation is currently based on an anticipated 0.5% inflation per month. Therefore, escalation is calculated at 2.5% for the Project through the anticipated bid date of November 2025, as included in the Project Status.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The revised Project scope, budget, and funding, as stipulated above, are hereby approved.

Approving the reallocated project budget; granting authorization to negotiate Owner/Consultant Agreements for the Farrah Hall Renovation at UA (Stage II)

RESOLUTION

WHEREAS, on September 12, 2025, in accordance with Board Rule 415, the Board of Trustees of The University of Alabama (“Board”) approved a Stage I submittal for the Farrah Hall Renovation project (“Project”) to be located at 513 University Boulevard; and

WHEREAS, the Project will allow for the complete interior and selective exterior renovation of the centrally located Farrah Hall to support the teaching and learning environment in revitalized academic space; and

WHEREAS, Farrah Hall was originally constructed in 1927, with additions in 1948 and 1963, and the building has remained primarily unchanged since 1963, the Project will allow for a comprehensive renovation of the approximately 63,000 gross square feet (“GSF”) facility and will fully address all deferred maintenance liabilities including mechanical, electrical, accessibility, life safety systems, technology, and building envelope issues; and

WHEREAS, the existing character, detailing and quality of the building façade is appropriate and much in keeping with campus and the building features standard University materials, including brick and solid limestone columns, cornice and window surrounds that have been a part of the University Boulevard streetscape for almost a century; and

WHEREAS, the renovation will allow for better utilization of academic space, benefiting departments and colleges; and

WHEREAS, to meet the requested Fall 2027 occupation date for the facility, construction is expected to take place in two phases including Construction Package A – Building Renovation and Construction Package B – Demolition/Abatement, and will include Owner Furnished Contractor Installed Equipment provided as necessary to meet the Project schedule; and

WHEREAS, the University is requesting approval of a budget reallocation for the aforementioned Construction Packaging and related schedule impacts; and

WHEREAS, the Consultant Selection Committee for architectural design services, appointed by the University, has completed Part 1 of the Consultant Selection Process in accordance with Board Rule 415 and negotiations for the Project will be conducted with the top-ranked design firm following Board approval as follows:

Ranking of Top Firms:

1. Charles Williams and Associates, Inc., Birmingham, Alabama
2. Hendon + Huckstein Architects, P. C., Birmingham, Alabama
3. Goodwyn Mills Cawood, Montgomery, Alabama

WHEREAS, the Consultant Selection Committee for commissioning services, appointed by the University, has completed Part 1 of the Consultant Selection Process in accordance with Board Rule 415 and negotiations for the Project will be conducted with the top-ranked commissioning firm following Board approval as follows:

Ranking of Top Firms:

1. Smith Seckman Reid, Inc., Nashville, Tennessee
2. Environmental Systems Corporation, Huntsville, Alabama
3. Building Diagnostics and Property Science, Birmingham, Alabama

WHEREAS, the Project will be funded from Future Revenue Bonds in the amount of \$34,418,500 and from University Central Reserves in the amount of \$6,100,000, for a total of \$40,518,500 and will eliminate deferred maintenance liabilities in the amount of \$40,518,500; and

WHEREAS, the Project location and program have been reviewed and are consistent with the University Campus Master Plan, University Design Standards and the principles contained therein; and

WHEREAS, the reallocated budget for the Project is as stipulated below:

BUDGET:	REALLOCATED
Construction Package A – Building Renovation	\$ 25,181,806
Construction Package B – Demolition/Abatement	\$ 1,750,000
Furniture, Fixtures and Equipment	\$ 3,150,000
Owner Furnished Contractor Installed Equipment	\$ 930,000
Security/Access Control	\$ 150,000
Audio Visual	\$ 750,000
Telecommunication/Data	\$ 500,000
Contingency ¹	\$ 2,786,181
UA Project Management Fee ²	\$ 1,379,160
Architect/Engineer Fee ³	\$ 1,811,018
Commissioning	\$ 100,000
Other ⁴	\$ 686,038
Escalation ⁵	\$ 1,344,297
TOTAL PROJECT COST	\$ 40,518,500

¹ Contingency is based on 10% of the cost of Construction Packages A and B and Owner Furnished Contractor Installed Equipment.

² UA Project Management Fee is based on 4.5% of the cost of Construction Packages A and B, Owner Furnished Contractor Installed Equipment, and Contingency.

³ Architect/Engineer Fee is based on 5.2% of the cost of Construction Packages A and B and Owner Furnished Contractor Installed Equipment, plus a 1.25 renovation factor.

⁴ Other expenses include Transportation Services Fees, Geotech, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

⁵ Escalation is currently based on an anticipated 0.5% inflation per month. Therefore, escalation is calculated at 2.5% for Construction Package B and Owner Furnished Contractor Installed Equipment and 3.5% for Construction Package A for the Project through the anticipated bid dates of February and April 2026, respectively, as included in the Project Status.

WHEREAS, on September 12, 2025, pursuant to the requirements of Treasury Regulations Section 1.150-2e, the Board resolved that the University will incur certain costs in connection with the acquisition, construction, and installation of the Project prior to the issuance of the Bonds, and the Board intends to allocate a portion of the proceeds of the Bonds to reimburse the Board for certain costs incurred in connection with the acquisition, construction, and installation of the Project paid prior to the issuance of the Bonds.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The reallocated Project budget, as stipulated above, is hereby approved.

BE IT FURTHER RESOLVED, that Peter J. Mohler, President, Daniel T. Layzell, Vice President for Finance and Operations and Treasurer, or those officers named in the most recent Board Resolutions granting signature authority for the University be, and hereby are, authorized to act for and on behalf of the Board to negotiate an architectural agreement with Charles Williams & Associates, Inc., Birmingham, Alabama, for architectural services, and a commissioning agreement with Smith Seckman Reid, Inc., Nashville, Tennessee, for commissioning services, in accordance with Board Rule 415 for the Project.

Approving the preliminary project scope and budget; granting authorization to execute an Owner/Architect Agreement for the Capstone College of Nursing Addition and Renovation at UA (Stage I & Stage II)

RESOLUTION

WHEREAS, in accordance with Board Rule 415, The University of Alabama (“University”) is requesting approval of a Stage I submittal for the Capstone College of Nursing Addition and Renovation project (“Project”) to be located at 650 University Boulevard East; and

WHEREAS, the state of Alabama has a shortage of more than 8,000 and projections show this shortage reaching approximately 11,000 by 2027, with further shortfall increases through 2030 as a result of retirements; and

WHEREAS, the total number of nursing graduates statewide are currently insufficient to fill this gap; and

WHEREAS, increasing enrollment in The University of Alabama Capstone College of Nursing will allow the University to support this pressing need in the state by expanding its number of nursing graduates to help address this shortfall; and

WHEREAS, the Project is necessary to meet the ever-increasing demand for a highly competent and caring nursing workforce by allowing for increased admissions and modern teaching methodologies including the transition to competency-based education and state-of-the-art simulation labs which will advance nursing science and improve the health and well-being of the people of Alabama and beyond; and

WHEREAS, the Project will consist of a three-story 50,100 gross square feet (“GSF”) addition to the northeast wing of the Capstone College of Nursing which will aesthetically mirror the western addition as originally master planned and will include 31,175 GSF of renovations to the existing facility for a total project of 81,275 GSF; and

WHEREAS, the interdisciplinary simulation opportunities provided by this Project will allow for collaborative educational experiences across multiple disciplines in healthcare settings enhancing the provisions of comprehensive health care and health outcomes; and

WHEREAS, the addition and renovations will also address the holistic needs of the students with the inclusion of a comprehensive student success center which will house services such as academic support and tutoring, career mentoring and coaching, mental health and psychological support, and a space for networking and collaborating; and

WHEREAS, to improve the safety of students, faculty, and staff, the Project includes a Pedestrian Bridge from the Capstone College of Nursing to DCH Regional Medical Center to allow for safer access between the facilities; and

WHEREAS, TurnerBatson Architects, Birmingham, Alabama, ("TurnerBatson") performed design services for the original facility as well as the previous western addition and has a unique knowledge of the building, infrastructure, and the Capstone College of Nursing constituents; and

WHEREAS, TurnerBatson recently performed programming services for the proposed new addition and renovation and the familiarity gained during the execution of these services, along with the firm's understanding of University standards, design principles, and procedures, will facilitate an efficient and cost-effective design and administrative process, and therefore, the University is requesting approval to waive the Consultant Selection Process and to utilize TurnerBatson for design services for the Project; and

WHEREAS, the University has negotiated a final design fee of 4.5% of the cost of construction, with a renovation factor of 1.1 for the existing facility renovation, plus \$480,000 for additional services for specialty consultants, and a not-to-exceed reimbursable amount of \$79,800, representing a 5% reduction of the standard fee for this type of project (Group III) due to TurnerBatson's familiarity with the facility and previous programming services; and

WHEREAS, the Project location and program have been reviewed and are consistent with the University Campus Master Plan, University Design Standards and the principles contained therein; and

WHEREAS, the Project will be funded from Future General Revenue Bonds in the amount of \$67,041,068 and from University Central Reserves in the amount of \$13,708,932 and will eliminate deferred maintenance liabilities in the amount of \$4,200,000; and

WHEREAS, the preliminary budget for the Project is as stipulated below:

BUDGET:		PRELIMINARY
Construction	\$	53,250,000
Furniture, Fixtures and Equipment	\$	5,900,000
Audiovisual	\$	4,400,000
Security / Access Control	\$	600,000
Telecommunication/Data	\$	300,000
Contingency ¹	\$	5,325,000
UA Project Management Fee ²	\$	2,635,875
Architect/Engineer Fee ³	\$	3,047,108
Commissioning	\$	175,000
Other ⁴	\$	546,262
Escalation ⁵	\$	4,570,755
TOTAL PROJECT COST	\$	<u>80,750,000</u>

¹ Contingency is based on 10% of the cost of Construction.

² UA Project Management Fee is based on 4.5% of the cost of Construction and Contingency.

³ Architect/Engineer Fee is based on 4.5% of the cost of Construction, plus a 1.1 renovation factor for the existing facility renovation, plus \$480,000 of additional services for specialty consultants, plus a not-to-exceed amount for reimbursables of \$79,800.

⁴ Other expenses include Transportation Services Fees, Geotech, Construction Materials Testing, Inspections, Advertising, Printing, and other associated project costs, as applicable.

⁵ Escalation is currently based on an anticipated 0.5% inflation per month and is calculated to account for one year, or 6% for the Project at this time.

WHEREAS, the University has determined that the Board will incur certain costs in connection with the acquisition, construction, and installation of the Project prior to the issuance of the Bonds, and the Board intends to allocate a portion of the proceeds of the Bonds to reimburse the Board for certain costs incurred in connection with the acquisition, construction, and installation of the Project paid prior to the issuance of the Bonds.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The University does hereby declare that it intends to allocate a portion of the proceeds of the Bonds to pay or to reimburse the Board for capital expenditures incurred after the date that is no more than 60 days prior to the date of the

adoption of this resolution, but prior to the issuance of the Bonds in connection with the acquisition, construction, and installation of the Project. This portion of this resolution is being adopted pursuant to the requirements of Treasury regulations Section 1.150-2(e).

2. The Stage I and Stage II submittal package for the Project is hereby approved.
3. The preliminary Project scope, budget, and funding, as stipulated above, are hereby approved.

BE IT FURTHER RESOLVED THAT, Peter J. Mohler, President; Daniel T. Layzell, Vice President for Finance and Operations and Treasurer; or those officers named in the most recent Board Resolutions granting signature authority for the University be, and hereby are, authorized to act for and on behalf of the Board of Trustees of The University of Alabama to execute an architectural agreement with TurnerBatson Architects, Tuscaloosa, Alabama, for architectural services in accordance with Board Rule 415 for the Project.

Granting authorization to execute Amendment #9 to the Ground Lease Agreement with Capstone Hotel, Ltd

RESOLUTION

WHEREAS, The University of Alabama requests approval to negotiate and execute an amendment to that certain lease agreement by and between The Board of Trustees of The University of Alabama and Capstone Hotel, Ltd. ("Capstone") dated October 1, 1985, as amended (the "Lease"), for real property owned by The University of Alabama ("University"), located at 320 Paul W. Bryant Drive, Tuscaloosa, Alabama and commonly known as Hotel Capstone (the "Hotel" or "Property"), under terms and conditions set forth in Amendment No. 9 to the Lease attached hereto as Exhibit K; and

WHEREAS, the proposed Amendment No. 9 will give Capstone the option to extend the term of the Lease an additional ten (10) years, or until September 30, 2055, allowing Capstone adequate opportunity to renovate and rebrand the Hotel as a major hotel franchise; and

WHEREAS, the proposed Amendment No. 9, renovation, and rebranding will support the Mission of the University by allowing the University to obtain market rate of return for the Property, generating revenue to support University Programs, and creating positive on-campus educational opportunities for students enrolled in the University's hospitality degree programs and concentrations; and

WHEREAS, the proposed Amendment No. 9 has been studied and approved by the University, and its execution and performance is recommended to The Board of Trustees

of The University of Alabama (“Board”) as being in the best interest of the University and the State of Alabama; and

WHEREAS, a legal description of the Property is attached hereto as Exhibit L;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that the Amendment No. 9 to the Lease Agreement with Capstone Hotel, Ltd. is hereby approved.

BE IT THEREFORE RESOLVED by The Board of Trustees of The University of Alabama that Peter J. Mohler, President, Daniel T. Layzell, Vice President for Finance and Operations and Treasurer, or those officers named in the most recent Board Resolution granting signature authority for The University of Alabama, be and hereby are, authorized to act for and on behalf of The Board of Trustees of The University of Alabama to authorize and enter into and execute Amendment No. 9 in substantially the form attached hereto as Exhibit K, for and on behalf of this Board with Capstone Hotel, Ltd., for 320 Paul W. Bryant Drive, Tuscaloosa, Alabama, owned by The University of Alabama, permitting extension of the Lease for an additional ten (10) years, or through until September 30, 2055.

Granting authorization to negotiate an Owner/Architect Agreement for the Renewal of Building Envelope and Interior of Blount Residence Hall at UAB (Stage II)

RESOLUTION

WHEREAS, the Winton M. Blount, Jr. Residence Hall (Blount Hall) was constructed in 2001 at 1001 14th Street South on the UAB campus; and

WHEREAS, Blount Hall provides 193,522 gross square feet of space, on eight floors and a partial basement, of on-campus housing for the University’s undergraduate students; and

WHEREAS, Blount Hall provides apartment style housing with both two-bedroom and four-bedroom apartments that will house 510 students; and

WHEREAS, Blount Hall is the most popular residence hall on the UAB campus and is fully occupied each academic year; and

WHEREAS, as Blount Hall is now approximately twenty-four years old, numerous systems and components of the building have reached the end of their design life and require repair or replacement, resulting in a significant backlog of deferred maintenance and facilities renewal (DM/FR) liabilities that must be addressed in the near future; and

WHEREAS, to allow Blount Hall to continue serving as the most sought-after residence hall, and provide the safe and comfortable environment necessary for students to succeed in their academic pursuits, the University evaluated available options for addressing the buildings DM/FR liabilities; and

WHEREAS, the University initially evaluated addressing the DM/FR liabilities individually by priority; and

WHEREAS, this evaluation determined that conducting the DM/FR liabilities individually would require significant construction activities being conducted continually for several years; and

WHEREAS, as Blount Hall is fully occupied each academic year, and cannot feasibly be taken off-line or vacated, this ongoing construction would be overly disruptive to the building occupants; and

WHEREAS, the University then evaluated the option of bundling all of the DM/FR liabilities into a single project, and utilizing a phased implementation approach, with the majority of the construction activities taking place during the summer months when Blount Hall is vacant; and

WHEREAS, after evaluating these options, the University concluded that bundling the DM/FR liabilities into a single project would allow for greater economies of scale, than addressing the DM/FR liabilities individually, and would minimize occupant disruption as much as possible; and

WHEREAS, to properly maintain Blount Hall; extend the building's longevity; and continue providing residents with safe, well maintained, and comfortable on-campus housing; the University initiated a project to address the DM/FR liabilities and renew the building envelope and interior of Blount Hall; and

WHEREAS, the project will include numerous, building wide, DM/FR liabilities to include:

1. Replacement of the building roof.
2. Replacement of the exterior metal panels of the building envelope with similar insulated metal panels.
3. Replace the exterior windows and doors of the building.
4. Replace the kitchen cabinets in the apartments building wide.
5. Replace the carpeting in the bedrooms building wide.
6. Repair the interior door frames building wide.
7. Inspect and re-insulate the central utility service lines servicing the building.
8. Upgrade the building's fire alarm system.
9. Clean the exterior of the building.
10. Install new landscaping around the building perimeter.

WHEREAS, on June 6, 2025, The Board of Trustees of The University of Alabama (Board) approved the Stage I submittal for the project; and

WHEREAS, subsequent to the Stage I approval, and utilizing Board Rule 415 Architectural Selection Criteria, the University appointed consultant selection committee (CSC) interviewed firms to serve as the architect of record for the project; and

WHEREAS, the CSC interviewed four firms to serve as the architect of record for the project and ranked the top three firms in the following order for negotiations: Wiss, Janney, Elstner Associates of Duluth, Georgia; Williams Blackstock Architects of Birmingham, Alabama; and ArchitectureWorks of Birmingham, Alabama; and

WHEREAS, the first ranked firm; Wiss, Janney, Elstner Associates (WJE); is a large national architecture and engineering firm that is widely recognized as a national leader in the practice of assessing, design, remediation, and repair of building enclosure systems; and

WHEREAS, WJE's unique capabilities with historic renovations, forensic engineering and evaluation, and in-house non-destructive testing and investigation expertise, make them uniquely qualified for the specific complexities and characteristics of this project; and

WHEREAS, WJE's qualifications and capabilities will allow for the renewal of Blount Hall's building enclosure systems, while maintaining most of the existing enclosure systems, improving the building's environment and efficiency, and will allow Blount Hall to continue serving the University as a residence hall for at least the next thirty years; and

WHEREAS, additionally, WJE is committed to utilizing local architects and engineers for all portions of the work not directly related to the building enclosure systems; and

WHEREAS, the University must now request approval to negotiate an equitable owner/architect agreement consistent with the size, scope, and complexity of the project as outlined in Board Rule 415; and

WHEREAS, the Senior Vice Chancellor for Finance and Administration and the Chair of the Physical Properties Committee have approved the submission of the architect of record firm rankings to the Board for review and approval; and

WHEREAS, to complete design and move forward with the project, UAB now needs to seek approval from the Board for the Stage II submittal for the project; and

WHEREAS, the project will be funded from proceeds of a future UAB bond issue (Bonds) in the amount of \$20,000,000 and Student Affairs reserve funds in the amount of \$2,750,000; and

WHEREAS, officials at UAB have determined that the Board will incur certain costs in connection with the acquisition, construction, and installation of the project prior to the issuance of the Bonds, and the Board intends to allocate a portion of the proceeds of the Bonds to reimburse the Board for certain costs incurred in connection with the acquisition, construction, and installation of the project paid prior to the issuance of the Bonds; and

WHEREAS, the preliminary project budget is established as follows:

Construction (Current Cost)	\$	17,804,284
Inflation (0.33% per month through Feb. 2026)	\$	295,716
Total Construction (Bid Day Cost)	\$	18,100,000
Architect/Engineer (5.75% of Construction)	\$	1,040,750
Surveys, Testing, and Inspections	\$	100,000
Project Administration (4.5% of Project Cost)	\$	980,000
Contingency (10% of Construction)	\$	1,810,000
Other	\$	719,250
TOTAL PROJECT COST	\$	22,750,000

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

- Stephanie Mullins, Vice President for Finance, or those officers named in the most recent Board Resolution granting signature authority for The University of Alabama at Birmingham, are hereby authorized to act for and in the name of The Board of Trustees of The University of Alabama in negotiating terms of an owner/architect agreement, in accordance with Board Rule 415, with the below listed firms in the following order and thereafter advising the Senior Vice Chancellor for Finance and Administration of The University of Alabama System and the Chair of the Physical Properties Committee of the negotiated results.

Architect of Record Design Services Package:

- Wiss, Janney, Elstner Associates of Duluth, Georgia
 - Williams Blackstock Architects of Birmingham, Alabama
 - ArchitectureWorks of Birmingham, Alabama
- The Stage II submittal for the project is hereby approved.

3. The University of Alabama at Birmingham is hereby authorized to proceed with the planning, design, and construction of the project in accordance with appropriate provisions of Board Rule 415.
4. The Board does hereby declare that it intends to allocate a portion of the proceeds of the Bonds to reimburse the Board for expenses incurred after the date that is no more than sixty days prior to the date of the adoption of this resolution, but prior to the issuance of the Bonds in connection with the acquisition, construction, and installation of the project. This portion of this resolution is being adopted pursuant to the requirements of the Treasury Regulations Section 1.150-2(e).

Approving the revised project budget; granting authorization to execute a Construction Contract for the Track and Field Complex at UAH (Stage IV)

RESOLUTION

WHEREAS, on September 1, 2023, in accordance with Board Rule 415, the Board of Trustees of the University of Alabama in Huntsville approved a Stage I and Stage II submittal for the Track and Field Complex (“Project” formerly titled the Track and Field Complex at Charger Park); and

WHEREAS, the construction of a Track and Field Complex is identified as a priority in the 2024 UAH Campus Master Plan, and is included in the FY 2024 UAH Annual Consolidated Capital Projects and Facilities Report;

WHEREAS, the project will provide the University with its very first on-campus track that shall include an NCAA compliant, 400-meter, 8-lane running track with jumping, vaulting, and throwing event venues; and

WHEREAS, the project will also include the construction of an entry plaza, a small parking area for visiting teams and officials, a press box with a 500-seat main section of bleachers, home and visiting team locker rooms, concessions, and a field house with equipment storage; and

WHEREAS, subsequent to The Board of Trustees approval granted on September 1, 2023, the University entered into an Owner/Architect Agreement with Chapman Sisson Architects to design and manage the project; and

WHEREAS, to align with the 2024 Campus Master Plan the University revised the original location east of the existing outdoor athletic fields at Charger Park, to an adjacent location west of John Wright Drive across from Charger Park which was approved by the Board of Trustees on November 8, 2024; and

WHEREAS, in accordance with Board Rule 415, the University is requesting approval to execute a contract for Track & Infield Construction and Lighting (Package 1) for the project; and

WHEREAS, on April 4, 2025, the Board of Trustees approved the preliminary design and authorized the University to proceed with a stage IV submittal; and

WHEREAS, as the design progressed and the project team analyzed bidding strategies and market conditions, it was determined that the original package structures should be reorganized to achieve the project goals and the most advantageous results on bid day; and

WHEREAS, on September 19, 2025, the University received competitive bids for the Track & Infield Construction and Lighting (Package 1) with Dunlap Contracting, Inc. of Lacys Spring, Alabama determined to be the lowest responsible and responsive bidder with a base bid and alternate numbers one through four in the amount of \$5,115,1500, as referenced on the certified bid tab, for work related to the project; and

WHEREAS, the University is requesting approval to award a construction contract for Track & Infield Construction and Lighting to Dunlap Contracting, Inc. for a total contract amount of \$5,115,150; and

WHEREAS, on November 8, 2024, the Board of Trustees approved the revised and reallocated project budget as follows:

Project Budget	Totals
Package 1 – Demolition & Site Work	\$ 1,154,948
Package 2 – Track & Infield Construction	\$ 2,205,000
Package 3 – Lighting, Seating, & Paving	\$ 2,733,456
Package 4 – Support Facilities	\$ 4,303,584
Professional Fees (6.29%) *	\$ 654,216
UAH Project Management Fees (3.5%)	\$ 403,015
Furniture, Furnishings, & Track Equipment	\$ 250,000
Miscellaneous Costs	\$ 366,055
Construction Contingency (10%)	\$ 1,039,699
Escalation (8.4%) **	\$ 1,100,629
Total Project Cost	\$ 14,210,602

* *Professional Fees include basic services and reimbursable expenses. The architect's basic services fee of 6.1% (\$633,979) is based on DCM's State Fee Schedule.*

****** Escalation is based on an annual rate of 4% and is applied to all project costs excluding the Construction Contingency to accommodate material and labor cost increases. Escalation reflects a phased development approach over the course of multiple years.

WHEREAS, the University is requesting approval for a Budget Revision, to reflect the bid results and related revisions to soft costs; and

WHEREAS, the revised and reallocated budget for the Project is as stipulated below:

Package 1 - Track & Infield Construction and Lighting *	\$ 5,115,150
Package 2 – Seating, & Paving	\$ 2,379,095
Package 3 – Support Facilities	\$ 4,303,584
Professional Fees (6.17%) **	\$ 727,870
UAH Project Management Fees (3.5%)	\$ 451,276
Furniture, Furnishings, & Track Equipment	\$ 125,000
Miscellaneous Costs	\$ 397,604
Construction Contingency (7.83%)	\$ 924,025
Escalation (7.4%)***	\$ 1,065,211
Total Project Cost	\$ 15,488,815

* Package 1 scope of work modified from previous submittals to include demolition, site work, new track and infield construction, and lighting.

** Professional Fees include Architect Basic Services, Additional Services and Reimbursable Expenses. The architect’s basic services fee of 6.0% (\$707,870) is based on DCM’s State Fee Schedule for the Track & Infield Construction and Lighting.

*** Escalation is based on an annual rate of 4% and is applied to all project costs excluding the Construction Contingency to accommodate material and labor cost increases. Escalation reflects a phased development approach over the course of multiple years.

WHEREAS, the project will be funded from gifts in the amount of \$3,800,000, 2024 State of Alabama Advancement and Technology Funds in the amount of \$500,000, and University Central Reserve Funds in the amount of \$11,188,815 for a total amount of \$15,488,815; and

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The Stage IV Submittal is hereby approved.
2. The Budget and Funding revisions for the Project are hereby approved as stipulated above.

3. Dr. Charles Karr, President, at The University of Alabama in Huntsville, is hereby authorized to act for and in the name of The Board of Trustees of The University of Alabama in executing the aforementioned construction contract with Dunlap Contracting, Inc. of Lacys Spring, Alabama for the Project in accordance with Board Rule 415.
4. The University of Alabama in Huntsville is hereby authorized to proceed with the construction of the Project in accordance with the provisions of Board Rule 415.

Approving the revised project scope and budget and proposed architectural design for the Center for Cybersecurity Research, Education & Advanced Training at UAH (Stage III)

RESOLUTION

WHEREAS, in accordance with Board Rule 415, The University of Alabama in Huntsville is requesting approval for a Stage III submittal for the Center for Cybersecurity Research, Education & Advanced Training project (“project”); and

WHEREAS, the project includes the modification and renovation of the 93,600 square feet of space on all three floors to provide a new, interdisciplinary research and academic facility that shall be home to the Center for Cybersecurity Research, Education & Advanced Training include modern classroom and training spaces, research laboratories, office space, and finish upgrades to the main building lobby; and

WHEREAS, the Center for Cybersecurity Research, Education & Advanced Training project (formerly the Education & Advanced Training Facility) is included as an Educational and General project in the FY2024 UAH Annual Consolidated Capital Projects and Facilities Report; and

WHEREAS, this building is identified as needing major renovation in the 2024 Campus Master Plan; and

WHEREAS, on September 1, 2023, The Board of Trustees of the University of Alabama approved the Stage I submittal for the preliminary project scope and budget for the Center for Cybersecurity Research, Education & Advanced Training project located at 550 Sparkman Drive; and

WHEREAS, subsequent to the Board of Trustees approval granted on November 3, 2023 the university entered into an Owner/Architect Agreement with Fuqua and Partners Architects to complete the design for the Project; and

WHEREAS, subsequent to the Board of Trustees approval granted on April 4, 2025 the university entered into an Owner/Consultant Agreement with Freedom Real Estate & Capital to serve as Owner Representative; and

WHEREAS, subsequent to the Board of Trustees approval granted on June 6, 2025 the university entered into an Owner/Consultant Agreement with Gresham Smith to serve as Commissioning agent; and

WHEREAS, the University is seeking approval of a revised scope of work that now includes the Phase II project identified in the ACCPFR 5-year Facilities Development Plan. This expanded scope will allow the University to complete a full renovation of the building in a single phase, including renovations to accommodate the relocation of the Computer Science Department, portions of the Electrical and Computer Engineering Department and the Office for Research and Economic Development; and

WHEREAS, the University requests approval of a revised project budget, to reflect the revised scope of work; and

WHEREAS, on April 4, 2025, the Board of Trustees approved the project budget as follows:

Project Budget	Totals
Construction Costs	\$ 26,125,000
Professional Fees (6.63%)*	\$ 1,747,250
UAH Project Management Fees (1.75%)**	\$ 509,879
Owners Representative Services (2.75%)**	\$ 801,239
Furniture, Furnishings & Equipment	\$ 840,000
Commissioning Services	\$ 75,000
Survey, Testing, Inspections & Misc.	\$ 775,720
Construction Contingency (10%)	\$ 2,612,500
Escalation (3.0%) ***	\$ 913,412
Total Project Cost	\$ 34,400,000

* *Professional Fees include Architect Basic Services, Special Services and Reimbursable Expenses. Architect's Basic Services fee is based on 6.63% of the Construction Costs per DCM's State Fee Schedule.*

** *UAH Project Management Fees have been reduced from the standard UA System Fee Schedule of 4.5% to accommodate fees for Owner Representative Services.*

*** *Escalation is based on an annual rate of 4% and is applied to all project costs excluding the Construction Contingency to accommodate potential cost increases over the next 10 months prior to the anticipated notice to proceed for Construction.*

WHEREAS, the revised budget for the project is as stipulated below:

Project Budget	Totals
Construction Costs	\$ 37,475,000
Professional Fees (6.48%)*	\$ 2,426,344
UAH Project Management Fees (1.75%)**	\$ 748,419
Owners Representative Services (2.41%)	\$ 1,150,000
Furniture, Furnishings & Equipment	\$ 780,000
Commissioning Services	\$ 135,000
Survey, Testing, Inspections & Misc.	\$ 768,882
Construction Contingency (10%)	\$ 3,747,500
Escalation (1.0%) ***	\$ 429,355
Total Project Cost	\$ 47,660,500

* *Professional Fees include Architect Basic Services, Special Services and Reimbursable Expenses. Architect's Basic Services fee is based on 6.125% of the Construction Costs per DCM's State Fee Schedule.*

** *UAH Project Management Fees have been reduced from the standard UA System Fee Schedule of 4.5% to accommodate fees for Owner Representative Services.*

*** *Escalation is based on an annual rate of 4% and is applied to all project costs excluding the Construction Contingency to accommodate potential cost increases over the next 3 months prior to the anticipated notice to proceed for Construction.*

WHEREAS, the project will be funded from State Supplemental Appropriations in the amount of \$37,400,000, Research Unrestricted Reserves in the amount of \$1,960,500 and University Central Reserves in the amount of \$8,300,000 for a total amount of \$47,660,500; and

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama in Huntsville that:

1. The Stage III Submittal (architectural rendering) is hereby approved.
2. The revised project scope and budget for the project is approved as stipulated above.
3. The University is hereby authorized to proceed with the Planning and Design of the Project in accordance with appropriate provisions of Board Rule 415.

Approving the preliminary project scope and budget; granting authorization to negotiate a Pre-Development Agreement for the Exploration Plaza Development - Phase I at UAH (Stage I & Stage II)

RESOLUTION

WHEREAS, in accordance with Board Rule 415, The University of Alabama in Huntsville is requesting approval of Stage I and Stage II submittals for the project, Exploration Plaza Development: Phase I (formerly Executive Plaza Development: Phase I) hereinafter identified as Exploration Plaza Development: Phase I (“Project”); and

WHEREAS, on April 6, 2017, The Board of Trustees of The University of Alabama approved the purchase of the Exploration Plaza property and the addition of the property to the 2016 Campus Master Plan; and

WHEREAS, the University purchased the Exploration Plaza property located at 555 Sparkman Drive and 4715 University Drive in Huntsville consisting of approximately 58 acres, 275,000 GSF and 14 buildings to accommodate future growth and development of the University on August 29, 2017; and

WHEREAS, the University presented a proposed Exploration Plaza Master Plan to the Board of Trustees as an Information Item at its meeting on April 12, 2019, as a detailed guide for the development of the acquired Exploration Plaza acreage and a foundation for the development of a revised Comprehensive Campus Master Plan in the future; and

WHEREAS, the Exploration Plaza Master Plan was approved by the Board of Trustees on June 7, 2019, as an amendment to the UAH Campus Master Plan; and

WHEREAS, the Project was included in the 2024 Campus Master Plan approved by the Board of Trustees on September 5, 2024; and

WHEREAS, on April 9, 2021, The Board of Trustees of The University of Alabama approved UAH to contract with Fuqua and Partners Architects, PC to design and manage site demolition; and

WHEREAS, on February 10, 2022, The Board of Trustees of The University of Alabama entered into Memorandum of Agreement with the City of Huntsville to demolish and remove all vertical structures from the property and said demolition was substantially completed on July 11, 2022; and

WHEREAS, on April 14, 2023, The Board of Trustees of The University of Alabama approved UAH to contract with Rieth Jones Advisors (RJA) to provide advisory and consulting services on the strategic Exploration Plaza Development, and RJA and UAH entered into a Professional Services Agreement (PSA) dated April 14, 2023, with an initial term of two (2) years, which has since been amended and extended through April 30, 2026; and

WHEREAS, the Project will provide the University with the opportunity to develop this property to its highest and best use to create a “college-town” experience to enhance UAH academics, research, and community relationships and shall be comprised of the following sub-projects:

- (a) Student Housing Building: design and construction of a new, UAH-owned student housing residence hall to provide approximately 400 apartment-style beds for non-first-year students. The new facility will capture current demand from upperclassmen students and support the University’s overall housing strategy by enabling demolition of end-of-life housing facilities on campus.
- (b) Research Facility: design and construction of a new, UAH-owned Research Facility of approximately 105,250 square feet (SF) to house high-demand research areas that are aligned with regional employer priorities to strengthen the University’s public and private partnerships.
- (c) Collaborative Office Facility: design and construction of a new, Developer-owned Office Facility of approximately 105,250 SF to serve as space for the public and private markets to collaborate with UAH’s industry-leading research initiatives and have direct access to premier talent.
- (d) Retail Space: design and construction of developer-owned retail space of approximately 36,250 SF dispersed throughout the Phase I development with potential for first-floor retail in other facilities. Retail space development supports the creation of “college-town” environment and facilitates the interaction between UAH students, faculty, staff, and the broader Huntsville community.

WHEREAS, utilizing Board rule 415 selection criteria, UAH conducted a robust public procurement process with a university-appointed Evaluation Committee to interview qualified firms to identify a preferred Master Developer Team to provide Master Developer Services; and

WHEREAS, the Evaluation Committee interviewed four firms to provide Master Developer Services for the project and ranked the firms in the following order for negotiations:

1. Capstone Development Partners & Lincoln Property Company
2. VanTrust Real Estate
3. Carter USA & RCP Companies
4. The Atlantic Companies

Developer-Owned Components

Commercial Office Building

Construction Costs	\$	21,101,000
Site Development & Infrastructure	\$	11,505,000
Furniture, Furnishings & Equipment	\$	192,000
Contingency (10.00%)/ ²	\$	3,279,800
Escalation (6.00%)/ ³	\$	2,164,668
Professional Fees (4.13%)/ ⁴	\$	1,579,414
Development Fees (4.11%)/ ⁵	\$	1,571,765
Financing Costs/ ⁷	\$	2,803,000
Miscellaneous Soft Costs	\$	1,159,000
Leasing Costs	\$	11,355,000
<hr/>		
Commercial Office Building - Subtotal	\$	56,710,647

Retail Space

Construction Costs	\$	6,348,000
Site Development & Infrastructure	\$	3,183,000
Furniture, Furnishings & Equipment	\$	75,000
Contingency (10.00%)/ ²	\$	960,600
Escalation (6.75%)/ ³	\$	713,246
Professional Fees (3.71%)/ ⁴	\$	418,482
Development Fees (4.76%)/ ⁵	\$	536,920
Financing Costs/ ⁷	\$	334,000
Miscellaneous Soft Costs	\$	714,000
Leasing Costs	\$	4,086,000
<hr/>		
Retail Space - Subtotal	\$	17,369,248

Developer-Owned Components - Subtotal **\$ 74,079,896**

TOTAL PROJECT COST **\$ 247,678,688**

[1] Project Cost values shown are preliminary and are subject to change based upon completion of the Pre-Development Phase and establishment of programmatic elements and Guaranteed Maximum Price ("GMP").

[2] Shown as a % of Construction Costs, Site Development & Infrastructure and Furniture, Furnishings, & Equipment.

[3] Shown as a % of Construction Costs, Site Development & Infrastructure and Furniture, Furnishings, & Equipment and Contingency based on 3% annual to midpoint of construction (Student housing 21 months, Research 18-months).

[4] Includes architectural and engineering basic services and additional services provided by private partner and reimbursables. Shown as a % of Construction Costs, Site Development & Infrastructure, Furniture, Furnishings, & Equipment, Contingency and Escalation.

[5] Includes Developer Overhead and shown as a % of Construction Costs, Site Development & Infrastructure, Furniture, Furnishings, & Equipment, Contingency and Escalation.

[6] *Includes UAH Project Management Fees (1%) and all external consulting (advisory, legal, financial, grant writing, etc.). Shown as a % of total project cost.*

[7] *Financing costs as calculated by Financial Advisor. Privately owned assets include capitalized property tax expense.*

WHEREAS, the University-owned components of the Project will be funded by State of Alabama Advancement and Technology Funds in the amount of \$27,000,000, Supplemental ETF Funds in the amount of \$12,000,000, Gifts, Services-in-Kind and Other in the amount of \$51,000,000, University Central Reserve Funds in the amount of \$6,000,000, and Future Bond Funds in the amount of \$77,598,792 for a total amount of \$173,598,792. The University is not responsible for funds to support Developer-owned components in the total amount of \$74,079,896.

WHEREAS, the University has determined that the Board will incur certain costs in connection with the acquisition, construction, and installation of the Project prior to the issuance of the Bonds, and the Board intends to allocate a portion of the proceeds of the Bonds to reimburse the Board for certain costs incurred in connection with the acquisition, construction, and installation of the Project paid prior to the issuance of the Bonds.

NOW, THEREFORE BE IT RESOLVED by The Board of Trustees of The University of Alabama that:

1. The University does hereby declare that it intends to allocate a portion of the proceeds of the Bonds to pay or to reimburse the Board for capital expenditures incurred after the date that is no more than 60 days prior to the date of the adoption of this resolution, but prior to the issuance of the Bonds in connection with the acquisition, construction, and installation of the Project. This portion of this resolution is being adopted pursuant to the requirements of Treasury regulations Section 1.150-2(e).
2. The Stage I and Stage II submittal packages for the Project are hereby approved including preliminary project scope, budget, and funding, as stipulated above.
3. Dr. Charles L. Karr, President, or Dr. Kristalyn Lee, Chief Administration Officer, at The University of Alabama in Huntsville is hereby authorized to act for and in the name of The Board of Trustees of The University of Alabama in negotiating terms of the pre-development agreement in accordance with Board Rule 415, with the listed firms in the following order, and thereafter advise the Chairman of the Physical Properties Committee and the Senior Vice Chancellor of Finance and Administration of the University of Alabama System of the negotiated results:
 - 1) Capstone Development Partners & Lincoln Property Company
 - 2) VanTrust Real Estate

- 3) Carter USA & RCP Companies
- 4) The Atlantic Companies

The University is hereby authorized to proceed with the planning and design of the project in accordance with appropriate provisions of Board Rule 415.

Approving revision of Board Rule 415, Attachment A, Section A.1

RESOLUTION

BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the revisions to Attachment A, Section A.1 of Board Rule 415, Guidelines for Planning, Design, and Construction of Capital Projects Requiring Board Approval (\$1,000,000 or more), attached hereto as Exhibit M.

Pro tem Phelps thanked Trustee Mauldin for her report and recognized Trustee Simon for a report from the Honorary Degrees and Recognition Committee.

Trustee Simon reported that the Honorary Degrees and Recognition Committee met on November 7, 2025, and considered 10 agenda items. The Committee unanimously recommended the 10 resolutions for approval. Trustee Simon moved for their approval by the Board, and the motion was duly seconded. Pro tem Phelps asked if there were questions or comments concerning any of the items. Hearing none, Pro tem Phelps then called for a vote, and the following resolutions were unanimously adopted, separately and collectively:

Approving Acceptance of Gifts and Pledges from Donors, Expressing Appreciation, and Approving Namings at UA

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama previously approved gift amounts for spaces and programs available for naming at The University of Alabama; and

WHEREAS, the University engages in fundraising campaigns in which definable portions of buildings and/or spaces or programs would be given donors' names; and

WHEREAS, pursuant to Board Rule 411, these gifts and pledges meet and/or exceed the previously approved gift amounts for the spaces or programs, and University officials request the acceptance of the gifts and pledges in recognition of the donors per the attached list;

NOW, THEREFORE, BE IT RESOLVED, by The Board of Trustees of The University of Alabama that it hereby accepts with gratitude these generous gifts and pledges and hereby establishes these namings;

BE IT FURTHER RESOLVED that, pursuant to Board Rule 104, no donor shall have a building, room, space or program named unless he or she has contributed the minimum amount to name a building, room, space or program as stipulated in Board Rule 411, unless the Board finds special need for making an exception;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of the Board.

Approving Academic Program Naming Opportunities at UA

RESOLUTION

WHEREAS, The University of Alabama desires to undertake a fundraising plan in support of academic and program advancement in which academic programs would be given donors' names in compliance with Board Rules 104 and 411; and

WHEREAS, a list of naming opportunities and the gift amounts required for each is attached hereto; and

WHEREAS, Dr. Mohler, President of the University of Alabama, recommends that the naming opportunities and gift amounts be approved as part of the Office for Academic Affairs' ongoing mission to promote the education of students at The University of Alabama;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby accepts the recommendation of Dr. Mohler and approves the naming opportunities contained within this list, attached as Exhibit N;

BE IT FURTHER RESOLVED that the attached list, as Exhibit N detailing the naming opportunities and gift amounts is made a part of this resolution by reference;

BE IT FURTHER RESOLVED that, pursuant to Board Rule 411, all proposed namings resulting from the fundraising efforts shall be conditioned on Board approval and shall be submitted to the Chancellor and the Board for approval in compliance with Board Rule 411;

BE IT FURTHER RESOLVED that, pursuant to Board Rule 104, no donor shall have an academic program named in his or her honor unless he or she has contributed the minimum amount to name an academic program as stipulated in Board Rule 411, unless the Board finds special need for making an exception;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of the Board.

Approving Endowed Funds and Revisions to Endowed Funds at UA

RESOLUTION

WHEREAS, in compliance with Board Rule 411, the President of The University of Alabama recommends that the attached list, as Exhibit O, of funds, having met the minimum standards for endowed gifts, be endowed or revised as part of the University's ongoing mission to promote the education of students and to provide quality programs in the areas of teaching, research, and service;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby accepts the generous contributions of the donors and establishes or revises the endowed funds in the attached list, as Exhibit O;

BE IT FURTHER RESOLVED that the initial gifts and all future contributions to these funds shall constitute endowed corpora, which will be held, invested, maintained and administered by the University in perpetuity according to its policies and procedures adopted from time to time for endowed funds, and that the endowments' earnings shall be used for needs that most closely relate to the donors' intent as stated in each fund's memorandum of agreement, under the policies and procedures of the University adopted from time to time to regulate and administer such funds;

BE IT FURTHER RESOLVED that the donors and/or donor representatives for the newly established funds in the attached list, as Exhibit O be notified that the funds have been endowed in perpetuity.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board.

Approving Acceptance of Gifts and Pledges from Various Donors,
Expressing Appreciation, and Establishing Named Spaces in Frances and
Miller Gorrie Hall at UAB

RESOLUTION

WHEREAS, on April 8, 2022, The Board of Trustees of The University of Alabama approved naming of the Frances and Miller Gorrie Hall; and

WHEREAS, on September 16, 2022, The Board of Trustees of The University of Alabama granted permission for the School of Engineering to begin fundraising efforts for naming opportunities for Frances and Miller Gorrie Hall; and

WHEREAS, on June 9, 2023, The Board of Trustees of The University of Alabama approved the revised project budget; providing authorization to execute a construction contract for the Phase IIA - Science and Engineering Complex (Stage IV); and

WHEREAS, on February 2, 2024, The Board of Trustees of The University of Alabama approved the revised naming opportunities for Frances and Miller Gorrie Hall; and

WHEREAS, pursuant to Board Rule 411, these gifts and pledges meet and/or exceed the minimum requirement for establishing named spaces, and UAB officials request the acceptance of the gifts and pledges in recognition of the donors, separately and severally, per the attached spreadsheet;

NOW, THEREFORE, BE IT RESOLVED, by The Board of Trustees of The University of Alabama that it hereby accepts with gratitude these generous gifts and pledges and herewith establishes these naming opportunities in Frances and Miller Gorrie Hall at UAB;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies or any parts of it be sent to Jeffrey W. Holmes, M.D., Ph.D.; and other appropriate UAB officials.

Approving Naming Opportunities in the School of Dentistry at UAB

RESOLUTION

WHEREAS, the School of Dentistry at The University of Alabama at Birmingham (UAB) seeks approval to initiate fundraising efforts for naming opportunities within the Orthodontics Clinic;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby grants approval of, and permission to begin fundraising for, naming opportunities in the School of Dentistry according to the attached list, as Exhibit P;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies or any parts of it be sent to Nicolaas Geurs, D.D.S., M.S., Dean of the School of Dentistry; and other appropriate UAB officials.

Approving Endowed Funds and Revisions to Endowed Funds at UAB

RESOLUTION

WHEREAS, in compliance with Board Rule 411, the President of The University of Alabama at Birmingham recommends that the attached list, as Exhibit Q , of funds, having met the minimum standards for endowed gifts, be endowed, converted, reinvested, and/or renamed as part of the University's ongoing mission to advance student education and enhance programs in teaching, research, and service, and that their Gift Agreements be codified herein.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby accepts the generous contributions of the donors and approves the establishment, conversion, reinvestment, or renaming of the endowed funds in the attached list, as Exhibit Q.

BE IT FURTHER RESOLVED that the initial gifts and all future contributions to these funds shall constitute endowed corpora, which will be held, invested, maintained and administered by the University in perpetuity according to its policies and procedures adopted from time to time for endowed funds, and that the endowments' earnings shall be used for needs that most closely relate to the donors' intent as stated in each fund's memorandum of agreement, under the policies and procedures of the University adopted from time to time to regulate and administer such funds.

BE IT FURTHER RESOLVED that the donors and/or donor representatives for the newly established funds in the attached list, as Exhibit Q, be notified that the funds have been endowed in perpetuity.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board.

Approving Acknowledgment and Expressing Appreciation for Gifts at UAH

RESOLUTION

WHEREAS, in compliance with Board Rule 411, the President of The University of Alabama in Huntsville recommends that the following gifts be used as part of the University's ongoing mission to promote the education of students and to provide quality programs in the areas of teaching, research, and service; and

WHEREAS, Radiance Technologies has generously given \$25,000 to the College of Engineering to support the *Senator Richard Shelby Endowed Chair in Engineering*; and

WHEREAS, an anonymous donor from Huntsville, Alabama, has generously given \$25,000 as the fifth part of an anticipated 10-year annual commitment to the College of Science to further support the *Diana and Leland Sisson Scholarship*, which supports students pursuing a degree in Computer Science and who demonstrate financial need; and

WHEREAS, an anonymous donor from Huntsville, Alabama, has generously given \$25,000 to support the *UAH Last-Mile Fund*, which was established in 2019 to support upper-level undergraduate students with financial needs in their last mile to graduation; and

WHEREAS, the Alabama Credit Union has generously given \$25,000 – and has pledged the same amount for three additional academic years – to the College of Business to support the *Alabama Credit Union Professorship in Entrepreneurship*, which will support one or more faculty members with curriculum innovation and community engagement; and

WHEREAS, the National Space Club has generously given \$26,500, \$20,000 of which will support the Space Grant Consortium and \$6,500 of which will further support the non-endowed *National Space Club Scholarship*; and

WHEREAS, the Jane K. Lowe Charitable Foundation has generously given \$50,000 to further support Lowe House, the residence of the University president and location for University and community events for UAH; and

WHEREAS, Bonnie Lee Bolding Charitable Foundation has generously given \$50,000 to the College of Education, Sport, and Health Sciences to further support the

Harper-Hipp Scholarship within the UAH Early Learning Center, which offsets tuition costs for children enrolled in the UAH Rise Program; and

WHEREAS, Science Applications International Corporation (SAIC) has generously given \$50,000 to the College of Business to support the UAH Cloud Center for Excellence, which will provide students with direct access to cloud-computing education and trainings in order to grow their professional development skills and expand the pipeline of skilled cyber professionals across the defense industrial ecosystem; and

WHEREAS, an anonymous donor has generously given \$50,000 to support the Gulf Scholars Program (GSP), which prepares undergraduates to tackle complex environmental, health, and infrastructure challenges in the Gulf region; and

WHEREAS, an anonymous donor has generously given \$60,000, \$50,000 of which will further support the *Dr. Robert J. Polge Memorial Scholarship* in the College of Engineering and \$10,000 of which will support the UAH Last-Mile Fund;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby expresses its appreciation for the generosity demonstrated by the donors presented above and herein conveys its gratitude for these gifts to support The University of Alabama in Huntsville;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board.

Approving Naming of the Jatinder N.D. and Harsh Gupta Faculty Lounge
in the Business Administration Building at UAH

RESOLUTION

WHEREAS, in compliance with Board Rule 411, the President of The University of Alabama in Huntsville recommends that the following gift, having met the minimum standards for naming, be used as part of the University's ongoing mission to promote the education of students and to provide quality programs in the areas of teaching, research, and service:

Dr. Jatinder Gupta has given \$56,389.99 toward a total pledge of \$140,000 to name the Faculty Lounge Room 338, located in the Business Administration Building, the Jatinder N.D. and Harsh Gupta Faculty Lounge;

WHEREAS, Dr. Jatinder Gupta is an Eminent Scholar Emeritus, College of Business, and a Professor Emeritus, Information Systems, at The University of Alabama in Huntsville; and

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby expresses its appreciation for the generosity demonstrated by the donor presented above and hereby names the Jatinder N.D. and Harsh Gupta Faculty Lounge;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board.

Approving Naming of the SportsMED Gymnasium in Spragins Hall at UAH

RESOLUTION

WHEREAS, in compliance with Board Rule 411, the President of The University of Alabama in Huntsville recommends that the following gift, having met the minimum standards for naming, be used as part of the University's ongoing mission to promote the education of students and to provide quality programs in the areas of teaching, research, and service; and

WHEREAS, Sportsmed Orthopaedic Specialists, P.C. has given \$325,000 toward a total pledge of \$1,300,000 to name the Spragins Hall Gymnasium the SportsMED Gymnasium; and

WHEREAS, this naming shall be in place for 10 years; and

WHEREAS, Sportsmed Orthopaedic Specialists, P.C., an Alabama professional corporation, is a complete orthopedic and spine care center, fully embodying the founders' original vision of delivering exceptional care in an environment committed to orthopedic excellence;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby expresses its appreciation for the generosity demonstrated by the donors presented above and hereby names the SportsMED Gymnasium;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board.

Approving Endowed Funds and Revisions to Endowed Funds at UAH

RESOLUTION

WHEREAS, in compliance with Board Rule 411, the President of The University of Alabama in Huntsville recommends that the attached list of funds, attached hereto as Exhibit R, having met the minimum standards for endowed gifts, be endowed or revised as part of the University's ongoing mission to promote the education of students and to provide quality programs in the areas of teaching, research, and service, and that their Memoranda of Agreement (MOAs) be codified herein;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby accepts the generous contributions of the donors and establishes or revises the endowed funds in the attached list as Exhibit R;

BE IT FURTHER RESOLVED that the initial gifts and all future contributions to these funds shall constitute endowed corpora, which will be held, invested, maintained and administered by the University in perpetuity according to its policies and procedures adopted from time to time for endowed funds, and that the endowments' earnings shall be used for needs that most closely relate to the donors' intent as stated in each fund's memorandum of agreement, under the policies and procedures of the University adopted from time to time to regulate and administer such funds;

BE IT FURTHER RESOLVED that the donors and/or donor representatives for the newly established funds in the attached list, as Exhibit R be notified that the funds have been endowed in perpetuity;

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board.

Pro tem Phelps thanked Trustee Simon for his report and recognized Trustee Brooks for a report from the Nominating Committee.

Trustee Brooks reported that the Nominating Committee met on November 7, 2025, and considered nominations of Trustees to fill seats in the Second, Fourth, and Sixth Congressional Districts. The Committee unanimously nominated Mike Brock to fill the seat in the Second District, Evie Mauldin to fill the seat in the Fourth District, and

Myla Calhoun to fill the seat in the Sixth District. Trustee Brooks asked Pro tem Phelps to instruct the Board Secretary to distribute ballots for the election of Trustees.

Pro tem Phelps did so. After the distribution of ballots and tallying of votes, Mr. Foley certified them to the Pro tem. Pro tem Phelps announced the election of Mike Brock as a Trustee from the Second District, Evie Mauldin as a Trustee from the Fourth District, and Myla Calhoun as a Trustee from the Sixth District.

Pro tem Phelps thanked Trustee Brooks and recognized Trustee Humphrey for a report from the Academic Affairs and Student Affairs Committee.

Trustee Humphrey reported that the Academic Affairs and Student Affairs Committee met on November 7, 2025, considered 21 items, and heard a report on five information items. The Committee unanimously recommended the 21 resolutions for approval. Trustee Humphrey moved for their approval by the Board, and the motion was duly seconded. Pro tem Phelps asked if there were questions or comments concerning any of the items. Hearing none, Pro tem Phelps called for a vote, and the following resolutions were unanimously adopted, separately and collectively:

PowerPoint

A proposal for a Bachelor of Science degree in Artificial Intelligence (CIP Code 11.0102)

- Artificial Intelligence (BS) Degree
 - The proposed program combines a strong computer science foundation with specialized AI coursework in areas like machine learning, big data, and cognitive science.
 - This computation-focused degree emphasizes the “how” and “why” of AI, preparing graduates to design innovative AI solutions and meet growing workforce demands in industries such as healthcare, manufacturing, and security.
 - Demand for AI talent is growing nationwide, and UA students are responding—AI courses consistently reach capacity. This program will help develop the skilled workforce needed in Alabama.

Govenda: B.1



A proposal for a Bachelor of Science degree in Artificial Intelligence (CIP Code 11.0102)

- Artificial Intelligence (BS) Degree
 - Graduates of this program will be prepared to pursue a broad range of careers, such as AI Developer, Data Scientist, Senior AI/ML Engineer, Computer and Information Systems Manager, Data Analyst, Computer Vision Engineer, and Big Data Engineer, among others.
 - Building on faculty expertise and leveraging existing resources, the program will be housed within the Department of Computer Science in the College of Engineering, beginning Fall 2026, and will align with the recently approved MS in Artificial Intelligence.

Govenda: B.1



Granting Initial Approval of and Permission to Submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Bachelor of Science (B.S.) Degree in Artificial Intelligence (CIP Code 11.0102) in the Department of Computer Science in the College of Engineering at UA

RESOLUTION

WHEREAS, there is an urgent and growing need for professionals with expertise in artificial intelligence (AI) to design innovative AI techniques, apply existing methodologies, and critically assess the impact of AI on society and industry; and

WHEREAS, the proposed undergraduate degree program is structured to provide a rigorous curriculum that equips students with essential technical knowledge and practical skills to succeed in the field of artificial intelligence, while also preparing them for advanced study at the graduate level; and

WHEREAS, graduates of this program will be well-prepared for a wide range of careers, including but not limited to AI Developer, Data Scientist, Machine Learning Engineer, Computer and Information Systems Manager, Data Analyst, Computer Vision Engineer, and Big Data Engineer; and

WHEREAS, employment opportunities for graduates span a broad spectrum of sectors, including healthcare, banking and financial services, e-commerce, manufacturing, automotive, government and military, pharmaceuticals, and agriculture; and

WHEREAS, by integrating training in both artificial intelligence and computer science, the program will prepare graduates with the expertise needed to meet the growing demand for AI professionals and to drive innovation and progress across multiple industries;

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The University of Alabama that it grants initial approval of and permission to submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Bachelor of Science (B.S.) degree in Artificial Intelligence (CIP Code 11.0102) in the Department of Computer Science in the College of Engineering at the University of Alabama.

Approving the Establishment of Thomas L. Jones Endowed Professorship
in Law at UA

RESOLUTION

WHEREAS, Shelley E. Jones, deceased, formerly of Tuscaloosa, Alabama, has contributed \$500,000 to The University of Alabama Law School Foundation to promote faculty excellence in The University of Alabama School of Law; and

WHEREAS, Shelley E. Jones desired that this gift be accepted and maintained by The University of Alabama as a permanent fund to be named the Thomas L. Jones

Endowed Professorship in Law in The University of Alabama School of Law for the purposes and upon the conditions set out below:

1. The Thomas L. Jones Endowed Professorship in Law shall be used to attract and/or retain a nationally recognized scholar and/or expert in the law field who will make a difference in the quality of teaching and research in The University of Alabama School of Law. Earnings shall be used at the discretion of the Dean of the School with the approval of the President of the University for broad support of the teaching, service, and research efforts of the holder of the professorship, including, but not limited to, salary support, graduate research assistantships, research equipment, and support for research efforts. Additional conditions include: First priority of consideration is given to Alabama Law faculty members teaching tax law. Second priority of consideration is given to Alabama Law faculty members working on law reform. In the event the professorship is not filled in a given year, income from the endowment may be used to provide financial support for outstanding professors in the Law School.
2. Criteria and procedures for recruiting and selecting the professorship shall follow those set out in the most current edition of The University of Alabama Faculty Handbook regarding appointments to endowed chairs and professorships and shall be made in accordance with University policies and procedures adopted from time to time, subject to the approval of the Dean of The University of Alabama School of Law and the President of the University and coordinated with the Provost.
3. Persons or entities desiring to contribute to the Thomas L. Jones Endowed Professorship in Law in The University of Alabama School of Law shall be free to do so provided they accept the conditions governing this fund; and

WHEREAS, through this endowment, Shelley E. Jones wishes to support academic excellence within The University of Alabama School of Law at The University of Alabama in perpetuity;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby establishes the Thomas L. Jones Endowed Professorship in Law in The University of Alabama School of Law.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and the Thomas L. Jones Endowed Professorship in Law be listed in The University of Alabama System's inventory of endowed professorships.

Shelby Distinguished Professors



Styslinger College of Engineering

Alice Smith– Civil, Construction & Environmental

- National Academy of Engineering
- Dr. Smith received her B.S. in Civil Engineering from Rice University, M.B.A. from Saint Louis University, and Ph.D. in Engineering Management and Systems from Missouri University of Science and Technology.



Barefield College of Arts & Sciences

Carla Atkinson – Biological Sciences

- UA's first appointment of an Associate Professor to Shelby Professorship
- Atkinson is the highest-ranked member of the Department of Biological Sciences in research productivity, as reported by Academic Analytics™.
- Dr. Atkinson holds a Ph.D. in Ecology and Evolutionary Biology from the University of Oklahoma, an M.S. in Ecology from the University of Georgia, and a B.S. in Biology from Missouri State University.



Govenda: C.2 – C.3

Dr. Alice Smith



Dr. Alice Smith is a world leader and renowned scholar in the modeling and analysis of complex systems with an emphasis on computation inspired by natural systems integrated with traditional operations research and statistical approaches. She has most recently been recognized for her excellence and impact by being elected as a National Academy of Engineering (NAE) member in 2025.

Research Areas

- Computational Intelligence
- Artificial Intelligence (AI)
- Operations Research
- Optimization
- Analysis & Modeling of Complex Systems
- Systems Engineering

Selected Major Awards & Honors

- Elected to National Academy of Engineering (2025) Fellow of the Institute for Electronics and Electrical Engineers (2023)
- Fellow of INFORMS (2023)
- Wellington Award (2016, highest national honor in engineering economics)

Career

- Dr. Smith is a prolific author, having published more than 110 peer-reviewed journal articles, more than 20 book chapters, more than 120 peer-reviewed conference papers, and scores of other scholarly works.
- She is one of the top-cited authors in her field, with an h-index of 55 and an i10-index of 146.



Govenda: C.2

Approving Appointment of Alice E. Smith, Ph.D., as an Endowed Shelby Distinguished Professor at UA

RESOLUTION

WHEREAS, The Shelby Endowment for Distinguished Faculty was established on February 2, 2023, in recognition of Senator Richard Shelby and the late Dr. Annette Shelby, whose shared dedication to education and the growth of Alabama's capstone of higher education, was evident throughout their lifetimes of service in the Senate and in higher education; and

WHEREAS, The Shelby Endowment for Distinguished Faculty implements the vision of the Shelby's to multiply The University of Alabama's impact in STEM by recruiting and retaining preeminent STEM faculty, and fully supporting such faculty as they actively and consistently engage in teaching, research, and service at The University of Alabama, and thereby contributing to the development and security of the people of Alabama and the United States; and

WHEREAS, Alice E. Smith has a B.S. in Civil Engineering from Rice University and Ph.D., in Engineering Management and Systems Engineering from the Missouri University of Science and Technology; and

WHEREAS, Dr. Smith is an Elected Member of the National Academy of Engineering, a Life Fellow of the Institute of Electrical and Electronics Engineers (IEEE), a Fellow of the Institute for Operations Research and Management Science (INFORMS), a Fellow of the Institute of Industrial and Systems Engineers (IISE), a senior member of the Society of Women Engineers, a member of Tau Beta Pi, and a Registered Professional Engineer; and

WHEREAS, Dr. Smith is an expert in the areas of analysis, modeling, and optimization of complex systems with emphasis on computation inspired by natural systems integrated with traditional operations research and statistical approaches; and

WHEREAS, Dr. Smith has been a principal investigator on more than \$12 million of sponsored research with funding by the Department of Homeland Security, NASA, U.S. Department of Defense, Missile Defense Agency, National Security Agency, NIST, U.S. Department of Transportation, Frontier Technologies Inc., Lockheed Martin, Adtranz, and the U.S. National Science Foundation; and

WHEREAS, Dr. Smith has authored or co-authored nearly 250 peer-reviewed publications, six books, and 23 book chapters; and

WHEREAS, Dr. Smith has guided 29 doctoral students and 45 visitors throughout her academic career thus far;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby approves the appointment of Alice E. Smith as an Endowed Shelby Distinguished Professor at The University of Alabama.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be sent to appropriate officials of The University of Alabama.

PowerPoint

Dr. Carla Atkinson



Dr. Atkinson is an exceptional ecologist whose expertise spans a diverse array of fields, including freshwater ecology, community and ecosystem ecology, and conservation biology.

Research Areas

- Linking resource use and stoichiometry of aquatic organisms to ecosystem carbon and nutrient cycles.
- Role of organisms as biogeomorphic agents in aquatic ecosystems.
- Species assemblage structure, biodiversity, and species functional traits and effect traits.
- Energy dynamics in food webs and trophic ecology Terrestrial-aquatic linkages in geographically isolated wetlands.

Career

- Atkinson has made significant contributions to her field, authoring over 90 peer-reviewed publications and numerous book chapters and reviews.
- Atkinson's research has garnered substantial funding, with over \$24 million in grants from prestigious organizations such as the National Science Foundation, the Alabama Department of Conservation and Natural Resources, and the Alabama Water Institute.



Govenda: C.3

Approving Appointment of Carla Atkinson, Ph.D., as an Endowed Shelby Distinguished Associate Professor at UA

RESOLUTION

WHEREAS, The Shelby Endowment for Distinguished Faculty was established on February 2, 2023, in recognition of Senator Richard Shelby and the late Dr. Annette Shelby, whose shared dedication to education and the growth of Alabama's capstone of

higher education was evident throughout their lifetimes of service in the Senate and in higher education; and

WHEREAS, The Shelby Endowment for Distinguished Faculty implements the vision of the Shelby's by multiplying The University of Alabama's impact in STEM by recruiting and retaining preeminent STEM faculty, and fully supporting such faculty as they actively and consistently engage in teaching, research, and service at The University of Alabama, and thereby contributing to the development and security of the people of Alabama and the United States; and

WHEREAS, Dr. Carla Atkinson is an exceptional ecologist whose expertise spans a diverse array of fields, including freshwater ecology, community and ecosystem ecology, and conservation biology;

WHEREAS, Dr. Atkinson holds a Ph.D., in Ecology and Evolutionary Biology from the University of Oklahoma, an M.S. in Ecology from the University of Georgia, and a B.S. in Biology from Missouri State University; and

WHEREAS, Dr. Atkinson has made significant contributions to her field, authoring more than 85 peer-reviewed publications and numerous book chapters and reviews, with her work featured in prestigious journals; and

WHEREAS, Dr. Atkinson's research has garnered substantial funding, with more than \$24 million in grants from prestigious organizations such as the National Science Foundation, the Alabama Department of Conservation and Natural Resources, and the Alabama Water Institute; and

WHEREAS, Dr. Atkinson has served as Principal Investigator (PI) and Co-Principal Investigator (Co-PI) on numerous research projects, advancing the field of freshwater ecology; and

WHEREAS, Dr. Atkinson is the highest-ranked member of the Department of Biological Sciences in research productivity, as reported by Academic Analytics; and

WHEREAS, Dr. Atkinson has been awarded the Leadership Award for Early to Mid-Career Scientists and the Hynes Award for Early Career Scientists from the Society for Freshwater Science, and the President's Faculty Research Award for Emerging Scholars in Physical and Biological Sciences, Mathematics, and Engineering from The University of Alabama; and

WHEREAS, Dr. Atkinson has demonstrated a strong commitment to mentoring, having supervised the research of numerous postdoctoral fellows, Ph.D. students, and undergraduates;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby approves the appointment of Carla Atkinson, Ph.D., as an Endowed Shelby Distinguished Associate Professor at The University of Alabama.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be sent to appropriate officials of The University of Alabama.

Granting Approval of the Renaming of the R. Edward Faught, Jr., M.D. Endowed Professorship in Epilepsy to the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research at UAB

RESOLUTION

WHEREAS, on April 4, 2025, The Board of Trustees of The University of Alabama approved the establishment of the R. Edward Faught, Jr., M.D., Endowed Professorship in Epilepsy in the Department of Neurology within The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (UAB Heersink School of Medicine); and

WHEREAS, the University and in consultation and with agreement by the Donor, now wishes to rename the R. Edward Faught, Jr., M.D. Endowed Professorship in Epilepsy to the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research; and

WHEREAS, this endowed professorship will continue to be used to recruit and/or retain an expert faculty member to further advance the University's clinical, educational, and research efforts in Epilepsy; and

WHEREAS, this gift will have an enduring impact on the lives of the many patients who will benefit from the clinical service and discoveries that will be made at UAB and will, therefore, be of significant and lasting value to the University and the advancement of medicine;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby approves the renaming of the R. Edward Faught, Jr., M.D., Endowed Professorship in Epilepsy to the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies, or any parts thereof, be sent to R. Edward Faught, Jr.; Janet Jackson Faught; The Walker Area Community Foundation; The University of Alabama Health Services Foundation; David G. Standaert, M.D., Ph.D., Chair of the

Department of Neurology; Anupam Agarwal, M.D., Senior Vice President and Dean of the UAB Heersink School of Medicine; and to other appropriate officials of The University of Alabama at Birmingham.

Approving Appointment of Jerzy P. Szaflarski, M.D., Ph.D. as the First Holder of the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

RESOLUTION

WHEREAS, on April 4, 2025, a resolution was approved by The Board of Trustees of The University of Alabama formally establishing the R. Edward Faught, Jr., M.D. Endowed Professorship in Epilepsy having been made possible through the generous support of R. Edward and Janet Jackson Faught, The Walker Area Community Foundation, and The University of Alabama Health Services Foundation (UAHSF); and

WHEREAS, a resolution renaming the R. Edward Faught, Jr., M.D. Endowed Professorship in Epilepsy to the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research has been submitted for consideration and approval by the Board of Trustees at its November 7, 2025, meeting; and

WHEREAS, it is the wish of the donors that this endowment will be used to recruit and/or retain an expert faculty member to further advance the University's clinical, educational, and research efforts in Epilepsy; and

WHEREAS, as recommended by David G. Standaert, M.D., Ph.D., Chair of the Department of Neurology, with the concurrence of Anupam Agarwal, M.D, Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and the University's leadership, the UAB administration now wishes to appoint Jerzy P. Szaflarski, M.D., Ph.D., Professor of Neurology with tenure, as the first holder of this endowed professorship; and

WHEREAS, Dr. Szaflarski is a native of Poland and received his Medical Degree from the Collegium Medicum (Bydgoszcz) of the Nicolaus Copernicus University in 1991, and his Doctor of Philosophy (Ph.D.) degree in Medical Sciences from the Collegium Medicum (Bydgoszcz) of the Nicolaus Copernicus University in 1997, and completed his post-graduate residency training in Epilepsy/Clinical Neurophysiology at the University of Cincinnati Medical Center in Cincinnati, Ohio, in 2000, where he served as Chief Resident; and

WHEREAS, Dr. Szaflarski joined UAB in 2012 as Professor of Neurology and Director for the Division of Epilepsy and the UAB Epilepsy Center; and

WHEREAS, Dr. Szaflarski has made major contributions to teaching within the University and on a national and international scale by co-leading and guest lecturing in multiple courses at UAB, supervising graduate and undergraduate students, serving as an invited speaker and lecturer on scientific topics at national and international workshops and conferences, and was awarded the UAB Graduate Dean's Award for Excellence in Mentorship; and

WHEREAS, Dr. Szaflarski currently serves as Vice-Chair for Faculty Development in the Department of Neurology and Director of the Epilepsy Center at UAB, and has served nationally on councils and committees for the American Epilepsy Society, Epilepsy Foundation, International League Against Epilepsy and NIH, and currently serves as the Editor-in Chief of *Epilepsy and Behavioral Reports*; and

WHEREAS, Dr. Szaflarski is an international authority on the diagnosis and treatment of epilepsy, and has led numerous clinical trials of innovative treatments, served on governmental and foundation grant review committees, published many manuscripts and reviews in the field, and spoken at national and international meetings and conferences; and

WHEREAS, Dr. Szaflarski is a proven outstanding scientist, teacher, and actively engaged member of the faculty who has made a strong and growing contribution to teaching, and valuable service contributions both within and beyond the University, has conducted important, high-quality studies, published in high-impact journals, and has an outstanding international reputation; and

WHEREAS, members of the Search Committee have recommended that Dr. Szaflarski be appointed to the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research and this Board believes it most appropriate for Dr. Szaflarski to be named to this endowed position and honored as one of the leaders in the Department of Neurology at UAB, with the full expectation that he will continue to contribute to UAB's national and international reputation for excellence in patient care, teaching, and research;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Jerzy P. Szaflarski, M.D., Ph.D., is hereby appointed as the first holder of the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research in Neurology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be sent to Jerzy Szaflarski, M.D., Ph.D.; to David G.

Standaert, M.D., Chair of the Department of Neurology; to Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of the Heersink School of Medicine; and to other appropriate officials of The University of Alabama at Birmingham.

Approving Posthumous Appointment of Latesha Elope, M.D., MSPH as the Second Holder of the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship at UAB

RESOLUTION

WHEREAS, a resolution establishing the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship in The University of Alabama at Birmingham (UAB) Marnix E. Heersink School of Medicine (Heersink School of Medicine) was approved by The Board of Trustees of The University of Alabama at its meeting on June 10, 2022; and

WHEREAS, as recommended by Mark Dransfield, M.D., Interim Chairman of the Department of Medicine, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and with the leadership of The University of Alabama at Birmingham (UAB), the UAB administration now wishes to appoint, posthumously, Latesha Elope, M.D., MSPH, as the second holder of this prestigious endowed professorship in recognition of the impact she left on UAB and the community; and

WHEREAS, Dr. Elope was a beloved colleague; outstanding investigator, physician, and mentor; excellent teacher; and voice of hope, and the Division of Infectious Diseases was in the process of preparing the nomination of Dr. Elope for this endowed professorship when she tragically passed away on June 28, 2025; and

WHEREAS, Dr. Elope earned her baccalaureate degree in Biology with a minor in Chemistry from Florida State University in 2004; received her medical degree from the University of Florida College of Medicine in 2009; completed her Internal Medicine Residency in 2012 and her infectious diseases fellowship in 2016, both at UAB; and received her Master of Science in Public Health (MSPH) degree in Applied Epidemiology from the UAB School of Public Health in 2015; and

WHEREAS, upon completing her post-doctoral Internal Medicine residency and infectious diseases fellowship, Dr. Elope was appointed as a member of the UAB faculty as a Tenured Associate Professor; and

WHEREAS, Dr. Elope was Board Certified in Internal Medicine (2012) and Infectious Diseases (2015) by the American Board of Internal Medicine; and

WHEREAS, Dr. Elope was the Co-Chair of the Dean's Council for Graduate Medical Education; Associate Scientist for the Center for AIDS Research; Director of the Clinical Core with the Center for AIDS Research; and

WHEREAS, Dr. Elope was recognized as an international expert in the field of HIV, HIV prevention, and sexually transmitted diseases; and

WHEREAS, Dr. Elope demonstrated excellence in scholarship and mentorship of trainees at all levels over the past years; and

WHEREAS, members of the Search Committee have unanimously recommended that Dr. Elope be posthumously appointed to the Jeanne M. Marrazzo, M.D., M.P.H. Endowed Professorship in Innovation and Advancement through Mentorship;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Latesha Elope, M.D., MSPH be appointed, posthumously, as the second holder of the Jeanne M. Marrazzo, M.D. M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship with all the rights, privileges, and rank thereunto appertaining.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be disseminated to the family of Latesha Elope, M.D., MSPH; to Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of the Heersink School of Medicine; to Mark Dransfield, M.D., Interim Chairman of the Department of Medicine; and to other appropriate officials of The University of Alabama at Birmingham.

Approving Appointment of Thomas S. Winokur, M.D. as the Second Holder of the Robert W. Mowry, M.D., Endowed Professorship in Pathology in the Department of Pathology at UAB

RESOLUTION

WHEREAS, on April 10, 2008, The Board of Trustees of The University of Alabama formally approved a resolution establishing the Robert W. Mowry, M.D., Endowed Professorship in Pathology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (UAB Heersink School of Medicine) to honor Dr. Mowry's 50 years of service in Anatomic Pathology, research, education and the pathology graduate program; and

WHEREAS, the endowed professorship was established to be given to a physician/scientist to further expand the University's clinical, education and research efforts in pathology and enhance and support the mission and goals of the Department of

Pathology, Heersink School of Medicine for the ultimate benefit of UAB, the Birmingham community, the state of Alabama, and beyond; and

WHEREAS, this endowed professorship will benefit the Department of Pathology by providing for the recruitment and/or retention of a renowned faculty member who can contribute to and further the Department's efforts in this key area of clinical care, teaching and medical research; and

WHEREAS, as recommended by Cristina Magi-Galluzzi, M.D., Ph.D., FCAP, Chair of the Department of Pathology, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of the UAB Heersink School of Medicine, and the UAB leadership, the UAB administration now wishes to appoint Thomas S. Winokur, M.D., as the second holder of this endowed professorship due to his significant achievements and contributions to pathology service and education; and

WHEREAS, Dr. Winokur received his Medical Degree from Washington University (St. Louis, Missouri) in 1979, completed his residency in Pathology at Barnes-Jewish Hospital (St. Louis, Missouri) from 1980-1984, and completed a fellowship in Anatomic Pathology at Fox Chase Cancer Center (Philadelphia, Pennsylvania) in 1985; and

WHEREAS, Dr. Winokur served in many academic and clinical roles across various academic centers and health systems including the National Institutes of Health before being recruited to the UAB Heersink School of Medicine in 1993 as Assistant Professor, promoted to Associate Professor in 1999 and Professor in 2016; and

WHEREAS, Dr. Winokur has dedicated more than three decades of service to UAB, including in roles as Associate Director of Anatomic Pathology, and Interim Division Director of both Women's Health and Anatomic Pathology, and has significantly advanced clinical practice, education and laboratory innovation; and

WHEREAS, Dr. Winokur has demonstrated exceptional commitment to teaching and mentorship across medical, dental and graduate education, leading courses in cardiovascular pathology and shaping the futures of residents, fellows and junior faculty, fostering a culture of academic excellence and collaborative scholarship that continues to strengthen the department; and

WHEREAS, he has been awarded (2003) and nominated (2005) for Argus Awards, where faculty are recognized by the UAB Heersink School of Medicine in various teaching and education categories; and

WHEREAS, Dr. Winokur has held leadership roles that enhanced the quality and efficiency of pathology operations at UAB, including chairing the Advanced Testing Committee and spearheading efforts in precision oncology, pulmonary transplant review

and digital pathology, thereby strengthening the department's national and international reputation; and

WHEREAS, he has held leadership roles in advancing departmental innovation through sustained efforts in the implementation of digital pathology, with his background in telepathology systems that enhanced diagnostic efficiency and expanded collaborative opportunities across institutions, positioning the Department of Pathology and UAB Heersink School of Medicine as a competitor in a fast-growing field; and

WHEREAS, members of this Board heartily concur in the selection of Thomas S. Winokur, M.D., to hold this prestigious endowed professorship, with the full expectation that he will continue to contribute to the University's national and international reputation for excellence in clinical practice, education, and research;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of Thomas S. Winokur, M.D., as the second holder of the Robert W. Mowry, M.D., Endowed Professorship in Pathology in the Department of Pathology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Winokur to share with members of his family, and to other appropriate University officials.

Approving Appointment of Lalita Shevde-Samant, Ph.D., as the Second Holder of the Endowed Professorship in Experimental Cancer Therapeutics in the Department of Pathology at UAB

RESOLUTION

WHEREAS, a resolution establishing the Endowed Professorship in Experimental Cancer Therapeutics in the Department of Pathology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (UAB Heersink School of Medicine) was approved by the Board of Trustees at its April 13, 2012, meeting, made possible through the generosity of The University of Alabama Health Services Foundation; and

WHEREAS, this endowed professorship was created as an investment to enhance the department's research capacity and national reputation, and to serve as a foundation for the eventual establishment of an endowed chair; and

WHEREAS, the endowed professorship was created to support the recruitment and retention of exceptional faculty who advance research in experimental cancer therapeutics, thereby benefiting not only the Department of Pathology, UAB Heersink

School of Medicine and The University of Alabama at Birmingham (UAB), but also patients and communities worldwide; and

WHEREAS, as recommended by Cristina Magi-Galluzzi, M.D., Ph.D., FCAP, Chair of the Department of Pathology, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of the Heersink School of Medicine at UAB, and the UAB leadership, the UAB administration now wishes to appoint Lalita Shevde-Samant, Ph.D. as the second holder of this endowed professorship in recognition of her remarkable achievements and leadership; and

WHEREAS, Dr. Shevde-Samant received her B.S. and M.S. degrees in Microbiology from the University of Mumbai and University of Baroda, respectively, and her Ph.D. in Applied Biology (Tumor Immunology) from the University of Mumbai (Mumbai, India) in 1999, followed by postdoctoral training at the Pennsylvania State University College of Medicine (Hershey, PA) from 1999-2002 and at UAB from 2002-2003; and

WHEREAS, Dr. Shevde-Samant was appointed Assistant Professor in 2004 and Associate Professor in 2011 at the University of South Alabama before being recruited to the Department of Pathology in the UAB Heersink School of Medicine in 2012 as Associate Professor. She was promoted to Professor in 2016; and

WHEREAS, Dr. Shevde-Samant serves in various additional appointments at UAB, including Associate Director for Cancer Training, Education and Career Enhancement (CRTEC) at the O'Neal Comprehensive Cancer Center (OCCC), faculty appointments in the UAB MSTP and Graduate Biomedical Sciences programs, including the Director of the Cancer Biology Graduate Theme, Senior Scientist in the Immunology Institute, Senior Scientist in the Diabetes Research Center, Senior Scientist in the OCCC and Scientist in the Comprehensive Diabetes Center and Diabetes Research Center; and

WHEREAS, Dr. Shevde-Samant is a thoughtful leader who has made groundbreaking contributions in metastasis biology, tumor immunology, and cancer therapeutics, with a sustained record of NIH and extramural funding, patents and numerous high-impact publications; and

WHEREAS, within the Department of Pathology, Dr. Shevde-Samant has advanced collaborative initiatives that integrate basic, translational and clinical cancer research, strengthening UAB's reputation as a hub for innovation in cancer therapeutics and fostering opportunities for interdisciplinary partnerships; and

WHEREAS, she has demonstrated extraordinary commitment to mentorship and education, training dozens of graduate and undergraduate students, postdoctoral fellows, physician scientists, and junior faculty, and leading the Early Career Ambassadors of

Metastasis program, which has mentored more than 100 young investigators internationally; and

WHEREAS, Dr. Shevde-Samant has served as a faculty leader, through active participation in strategic planning, faculty recruitment, and departmental committees, and has contributed significantly to shaping the department's academic priorities, enhancing research and mentorship programs, and supporting professional growth of faculty and trainees alike; and

WHEREAS, Dr. Shevde-Samant has brought national and international recognition to UAB through her leadership roles in the Cancer Biology Training Consortium (CABTRAC), the American Association for Cancer Research (AACR), and the Metastasis Research Society, through her service on federal and non-federal study sections, External Advisory Boards, Editorial Boards of top-tier journals including *Cancer Research*, *Scientific Reports*, *Laboratory Investigations* and *International Journal of Cancer*, and through invited lectures both nationally and internationally; and

WHEREAS, members of this Board heartily concur in the selection of Lalita Shevde-Samant, Ph.D., to hold this prestigious endowed professorship, with the full expectation that she will continue to contribute to the University's national and international reputation for excellence in research, education, and mentorship;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of Lalita Shevde-Samant, Ph.D., as the second holder of the Endowed Professorship in Experimental Cancer Therapeutics in the Department of Pathology in The University of Alabama at Birmingham Heersink School of Medicine.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Shevde-Samant to share with members of her family, and to other appropriate University officials.

Approving Appointment of Maria I. Danila, M.D., M.Sc., MSPH, as the Second Holder of the UAB Endowed Professorship in Musculoskeletal Outcomes Research in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

RESOLUTION

WHEREAS, a resolution formally establishing the UAB Endowed Professorship in Musculoskeletal Outcomes Research was approved by The Board of Trustees of The University of Alabama at its meeting on June 17, 2016; and

WHEREAS, as recommended by Mark Dransfield, M.D., Interim Chairman of the Department of Medicine, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and with the leadership of The University of Alabama at Birmingham (UAB), the UAB administration now wishes to appoint Maria I. Danila, M.D., M.Sc., MSPH, Professor of Medicine in the Division of Clinical Immunology and Rheumatology, as the second holder of this endowed professorship; and

WHEREAS, Dr. Danila received her Medical Doctorate (M.D.) degree from the Carol Davila University (Romania) in 1999, completed her residency in Internal Medicine at the State University of Illinois at Chicago, Illinois, in 2006, and a Rheumatology Fellowship at UAB in Birmingham, Alabama, in 2008; and, her Master of Science degree in Microbiology from the University of Victoria (Canada); her Master of Science in Public Health degree in Epidemiology from UAB in 2014; and

WHEREAS, Dr. Danila was recruited to the faculty of UAB as an Assistant Professor of Medicine in the Division of Clinical Immunology and Rheumatology in the Department of Medicine in 2008 upon completion of her fellowship; was appointed as Scientist in the UAB Comprehensive Arthritis, Musculoskeletal, and Autoimmunity Center and in the UAB Center for Outcomes and Effectiveness Research and Education in 2009; served as Medical Director of the Division from 2013-2015; appointed Physician Scientist with the Geriatrics Research Education & Clinical Center at the Birmingham VA Medical Center in 2022; and progressed to the rank of Professor with Tenure in 2023; and

WHEREAS, Dr. Danila is a member of numerous professional organizations, including the American College of Rheumatology, the American Society for Bone and Mineral Research, the Bone Health and Osteoporosis Foundation (BHOFF), and an elected member of the Southern Society of Clinical Investigation, and has held numerous leadership positions in the American College of Rheumatology and Rheumatology Research Foundation; and

WHEREAS, Dr. Danila serves as Associate Division Director of the Division of Clinical Immunology and Rheumatology; Director of the UAB Cochrane Musculoskeletal Group Satellite Center; and as a Member of the VA National Rheumatology Field Advisory Committee; and

WHEREAS, Dr. Danila has an international reputation as a clinician, scientist and educator, publishing more than 100 peer reviewed articles, and numerous abstracts, book chapters, having been an invited lecturer to numerous national and international conferences; and having received extramural research support from the National Institutes of Health, Patient Centered Outcomes Research Institute, the Veterans Administration, and other funding agencies; and

WHEREAS, members of this Board concur with the selection of Dr. Danila as the second holder of this prestigious professorship;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Maria I. Danila, M.D., M.Sc., MSPH, is hereby appointed as the second holder of the UAB Endowed Professorship in Musculoskeletal Outcomes Research in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine, with all rights and privileges thereunto appertaining.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board, and that copies be sent to Maria I. Danila, M.D., M.Sc., MSPH, to share with members of her family; to Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine; to Mark Dransfield, M.D., Interim Chair of the UAB Department of Medicine; and to Kenneth G. Saag, M.D., M.Sc., Director of the Division of Clinical Immunology and Rheumatology; and to other appropriate officials of UAB.

Approving Appointment of Oyedele Adeyi, MBBS as the Second Holder of the C. Bruce Alexander Endowed Professorship in Pathology in the Department of Pathology at UAB

RESOLUTION

WHEREAS, on April 7, 2017, The Board of Trustees of The University of Alabama approved the creation of the C. Bruce Alexander Endowed Professorship in Pathology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine); and

WHEREAS, the endowed professorship was established in honor of Dr. C. Bruce Alexander who made substantial contributions to the field of Pathology, pathology education and the growth of the Department of Pathology at The University of Alabama at Birmingham (UAB) during his more than 35 years of service on the Department's faculty; and

WHEREAS, the endowed professorship will be given to a physician/scientist to further expand the University's clinical, education and research efforts in pathology and enhance and support the mission and goals of the Department of Pathology, Heersink School of Medicine for the ultimate benefit of UAB, the Birmingham community, the state of Alabama, and beyond; and

WHEREAS, as recommended by Cristina Magi-Galluzzi, M.D., Ph.D., FCAP, Chair of the Department of Pathology, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of the Heersink School of Medicine, and the UAB

leadership, the UAB administration now wishes to appoint Oyedele Adeyi, MBBS as the second holder of this endowed professorship due to his significant achievements and contributions to pathology service and education; and

WHEREAS, Dr. Adeyi received his Medical Degree from the College of Medicine, University of Ibadan (Ibadan, Nigeria) in 1987, and served first as Medical Officer at St. Raphael Maternity Hospital from 1988-1989 (Akpo, Aguata LGA, Nigeria) and as a General Medical Officer from 1989-1992 (Osina and Lagos, Nigeria) before completing his residency in Pathology at Lagos University Teaching Hospital from 1991-1996 (Lagos, Nigeria); and

WHEREAS, Dr. Adeyi continued his training as a Research Fellow at Brigham & Women's Hospital in 1999 (Boston, Massachusetts), and completed his residency in Anatomic and Clinical Pathology at Dartmouth-Hitchcock Medical Centre and Geisel School of Medicine at Dartmouth from 2001-2005 (Lebanon, NH), and followed that by completing his Liver & Transplantation Pathology Clinical Fellowship at the University of Pittsburgh Medical Centre in 2006 (Pittsburgh, Pennsylvania); and

WHEREAS, Dr. Adeyi served as Staff Physician and Hepatobiliary & Transplantation Pathologist at the University Health Network & University of Toronto (Ontario, Canada) from 2006-2019 playing a key role in the multi-organ transplantation program, and Professor, Staff Pathologist and Director of Surgical Pathology at the University of Minnesota Medical Centre, Department of Laboratory Medicine and Pathology (Minneapolis, Minnesota) from 2019-2024; and

WHEREAS, Dr. Adeyi was recruited to the Heersink School of Medicine in June 2025 as Professor in the Department of Pathology and Division Director of Anatomic Pathology; and

WHEREAS, Dr. Adeyi is an internationally recognized leader in anatomic and liver pathology whose expertise has shaped the practice of transplant pathology, including significant advancements in the diagnosis and management of liver diseases and transplant-related conditions; and

WHEREAS, his commitment to mentorship and education is evident in his guidance of more than 100 residents, fellows, and junior faculty who have gone on to assume leadership roles at major institutions globally, and through his development of innovative educational curricula and pathology teaching resources; and

WHEREAS, he has been recognized for his excellence and service with multiple awards, including the Leadership in Education National Award from the Canadian Association of Pathology, repeated peer-recognition awards for clinical excellence, and acknowledgement as a "Top Doctor" in Minnesota for two consecutive years; and

WHEREAS, Dr. Adeyi has demonstrated exceptional leadership in professional societies, serving as Vice Chair and Chair-Elect of the International Liver Transplantation Society's Pathology Committee, a member of the Education Committee for the United States and Canada Academy of Pathology, Executive Member of the Transplant Diagnostics Community of Practice of the American Society for Transplantation, and a long-standing contributor to surgical pathology and other committees within the College of American Pathologists; and

WHEREAS, Dr. Adeyi has published more than 200 peer-reviewed articles and abstracts in prestigious journals, authored many book chapters, and contributed to international consensus guidelines that have informed clinical practice in transplant and liver pathology worldwide; and

WHEREAS, Dr. Adeyi has brought global visibility and impact to his work through invited lectures and visiting professorships globally, as well as through volunteer service supporting capacity building and educational initiatives in resource-limited regions; and

WHEREAS, members of this Board heartily concur in the selection of Oyedele Adeyi, MBBS, to hold this prestigious endowed professorship, with the full expectation that he will continue to contribute to the University's national and international reputation for excellence in clinical practice, education, and research;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves appointment of Oyedele Adeyi, MBBS, as the second holder of the C. Bruce Alexander Endowed Professorship in Pathology in the Department of Pathology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Adeyi to share with members of his family, and to other appropriate University officials.

Approving Appointment of Jing Li, M.D., DrPH, M.S., as the Second Holder of the Albert Oberman, M.D., Endowed Professorship in Cardiovascular Disease at UAB

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama established the Albert Oberman, M.D., Endowed Support Fund in Cardiovascular Disease in the Division of Preventive Medicine at their February 3, 2017, meeting; and

WHEREAS, a resolution converting and renaming the Albert Oberman, M.D., Endowed Support Fund in Cardiovascular Disease to the Albert Oberman, M.D., Endowed Professorship in Cardiovascular Disease at UAB was approved by the Board of Trustees at its meeting on June 8, 2018; and

WHEREAS, as recommended by Mark Dransfield, M.D., Interim Chairman of the Department of Medicine, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and with the leadership of The University of Alabama at Birmingham (UAB), the UAB administration now wishes to appoint Jing Li, M.D., DrPH, M.S., as the second holder of this endowed professorship; and

WHEREAS, Dr. Li graduated from Tianjin Medical University with her Doctor of Medicine (M.D.) degree in 1997; received her Master of Science (M.S.) degree in Clinical Research from Tianjin Medical University in 2000, received her Master of Science (M.S.) degree in Computer Science and Information Systems from UAB in 2002, and her Doctor of Public Health (DrPH) in Health Management and Policy from the University of Kentucky in 2020; and

WHEREAS, Dr. Li was recruited to the UAB faculty as a Professor in the Division of General Internal Medicine and Population Science, Department of Medicine in the Heersink School of Medicine in 2025; and

WHEREAS, Dr. Li is a member of numerous professional organizations, including AcademyHealth, AcademyHealth Learning Health Systems Interest Group, and the American Heart Association; and

WHEREAS, Dr. Li has been cited for numerous awards and honors including Annual Outstanding Students of Tianjin Medical University, Tianjin Natural Science Fund: The Changes of ET (endothelin) and NO (nitric oxide) in patients during open-chest operation, 2001 UAB Presidential Honor, URAC 2013 Annual Quality Summit's Bronze Award for PREP: Preventing Readmissions through Effective Partnerships, Exceptional Reviewer for *The Journal of Rural Health*, Kentucky Colonel, Wethington Research Award from the University of Kentucky, Outstanding Reviewer for the *Annals of Internal Medicine*, QUEST (Quality, Excellence and Safety Team) Award from BJC Healthcare; and

WHEREAS, members of this Board concur with the selection of Dr. Li as the holder of this prestigious professorship;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Jing Li, M.D., DrPH, M.S., hereby is appointed as the second holder of the Albert Oberman, M.D., Endowed Professorship in Cardiovascular Disease,

in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine, with all rights and privileges thereunto appertaining.

BE IT FURTHER RESOLVED that this resolution be entered into the permanent minutes of this Board, and that copies be disseminated to Jing Li, M.D., DrPH, M.S., to share with members of her family; to Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine; and to other appropriate officials of UAB.

Approving Appointment of Christina A. Muzny, M.D., MSPH as the Third Holder of the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship at UAB

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama formally established the ID Outcomes Research Endowed Support Fund at its meeting on April 6, 2018; and

WHEREAS, a resolution granting approval of the conversion and renaming of the ID Outcomes Research Endowed Support Fund to the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship was approved by the Board of Trustees at its meeting on June 10, 2022; and

WHEREAS, as recommended by Mark Dransfield, M.D., Interim Chairman of the Department of Medicine, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and with the leadership of The University of Alabama at Birmingham (UAB), the UAB administration now wishes to appoint Christina A. Muzny, M.D., MSPH, as the third holder of this endowed professorship; and

WHEREAS, Dr. Muzny earned her baccalaureate degree in Biology from the University of Texas at Austin in 1998, received her medical degree from the Texas A&M College of Medicine Health Sciences Center in 2003, completed her Internal Medicine Residency at the University of Mississippi Medical Center (UMMC) in 2006, completed her Infectious Diseases Fellowship at UMMC in 2009, and received her Master of Science in Public Health (MSPH) degree in Epidemiology from the UAB School of Public Health in 2017; and

WHEREAS, upon completing her post-doctoral Internal Medicine Residency and Infectious Diseases Fellowship, Dr. Muzny was appointed as an Assistant Professor of Medicine in the Division of Infectious Diseases at UMMC in 2009, followed by her

transition to an Assistant Professor of Medicine at UAB in 2010. In 2017, Dr. Muzny became an Associate Professor of Medicine at UAB with a secondary appointment in the UAB Department of Epidemiology, followed by the Award of Tenure in 2020. Dr. Muzny continued to rise through the ranks and became Professor of Medicine at UAB in 2023 with secondary appointments in Epidemiology and Obstetrics & Gynecology. Dr. Muzny served as Vice Chair of the UAB Institutional Review Board (IRB) from 2019-2023 and is currently Chair of the UAB IRB, a role she has held since 2023; and

WHEREAS, Dr. Muzny is Board Certified in Internal Medicine (2016) and Infectious Diseases (2018) by the American Board of Internal Medicine; is Medical Director of the UAB ID Vaginitis Clinic and the UAB Sexual Health Research Clinic; and is a Fellow in the American College of Physicians and Infectious Diseases Society of America, a member of the American Sexually Transmitted Diseases Association (ASTDA), the American Society of Microbiology and the HIV Medical Association, Chair-Elect of the American Federation for Medical Research, and Secretary of the Infectious Diseases Society of Gynecology; and

WHEREAS, Dr. Muzny is recognized as an international expert on the epidemiology, diagnosis, treatment, and prevention of vaginal infections in women and has had continuous external funding through the ASTDA (Career Development Award) and the National Institutes of Health (NIH)/National Institute of Allergy and Infectious Diseases (NIAID) (K23, R21, and multiple R01 awards) since 2010; and

WHEREAS, Dr. Muzny has more than 150 peer-reviewed publications, many in high-profile journals including the *New England Journal of Medicine*, *Nature Reviews Disease Primers*, *Nature Microbiology*, *Lancet Infectious Diseases*, *Morbidity and Mortality Weekly Report*, *Cell Reports Medicine*, *Journal of Clinical Microbiology*, *Microbiology Spectrum*, *Clinical Infectious Diseases*, and the *Journal of Infectious Diseases*, among others, in addition to numerous book chapters. She is frequently an invited speaker at multiple national and international conferences as well as a guest speaker at multiple prominent institutions in the U.S. and internationally; and

WHEREAS, Dr. Muzny has demonstrated excellence in her mentorship of trainees at all levels over the past 15 years, including numerous undergraduate students, graduate students, medical students, residents, fellows, and post-doctoral scholars, many of whom have gone on to pursue academic careers and obtain NIH funding. Dr. Muzny received the Mentor of the Year Award from the Southern Society of Clinical Investigation in 2020 and a Top 50 Teaching Award from the UAB Department of Medicine Internal Medicine Residency Program in 2023; and

WHEREAS, members of the Search Committee have unanimously recommended that Dr. Muzny be appointed to the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that Christina A. Muzny, M.D., MSPH, is hereby appointed as the third holder of the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship with all the rights, privileges, and rank thereunto appertaining.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board and that copies be sent to Christina A. Muzny, M.D., MSPH, Professor, Division of Infectious Diseases in the Heersink School of Medicine; to Anupam Agarwal, M.D., Senior Vice President and Dean of the Heersink School of Medicine; to Mark Dransfield, M.D., Interim Chairman of the Department of Medicine; and to other appropriate officials of The University of Alabama at Birmingham.

Approving Appointment of Qiang Ding, Ph.D., as the Third Holder of the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology and Perioperative Medicine in the Department of Anesthesiology and Perioperative Medicine in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

RESOLUTION

WHEREAS, on April 8, 2005, The Board of Trustees of The University of Alabama approved the establishment of the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology; and

WHEREAS, a resolution renaming the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology to the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology and Perioperative Medicine was approved by the Board of Trustees at their September 15, 2017, meeting; and

WHEREAS, as recommended by Dan E. Berkowitz, M.D., Professor and Chair, Department of Anesthesiology and Perioperative Medicine, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (UAB Heersink School of Medicine), and the University's leadership; the UAB administration now wishes to appoint Qiang Ding, Ph.D., as the third holder of the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology and Perioperative Medicine in the Department of Anesthesiology and Perioperative Medicine; and

WHEREAS, Dr. Ding received his Bachelor of Science (B.S.) degree from the Fudan University, Shanghai, China, and obtained his Doctor of Philosophy (Ph.D.) degree from UAB, in Birmingham, Alabama; and

WHEREAS, Dr. Ding was awarded the Sigma XI Graduate Student Research Award and the prestigious Helen Keller Eye Research Foundation Fellowship during his Ph.D., training at UAB; and

WHEREAS, Dr. Ding pursued and completed his postdoctoral research training in the Department of Pathology at the UAB Heersink School of Medicine, and was awarded the Scholar-In-Training Award, from the American Association for Cancer Research for his postdoctoral research at UAB; and

WHEREAS, in 2004, Dr. Ding accepted an appointment with the UAB Department of Medicine as Assistant Professor, tenure-earning track, and received subsequent promotions to Associate Professor, tenure-earning track, in 2009, to Associate Professor, tenured, in 2013, and to Professor, tenured, in 2017, and in 2020, accepted an appointment with the UAB Department of Anesthesiology and Perioperative Medicine as Professor, tenured; and

WHEREAS, Dr. Ding is an internationally recognized lung disease scientist with expertise in respiratory diseases, molecular biology, animal models of human lung diseases, genic and post-translational regulation, and lung biology, serving on Editorial Boards of peer-reviewed journals, as reviewers for NIH and VA and various research foundation study sections, and with excellence in basic and translational science research to understand the underlying molecular mechanisms of fatal human diseases; and

WHEREAS, Dr. Ding is an outstanding teacher, serving as course master of pre-doctoral courses and teaching graduate courses, and mentoring undergraduate and graduate students, residents, fellows, and junior investigators and faculty members, and Dr. Ding was awarded the Graduate Dean's Award for Excellence in Mentorship at UAB; and

WHEREAS, Dr. Ding has an established record of continuous extramural support for his research, having received competitive grants from the National Institutes of Health (NIH), the Veterans Affairs, American Cancer Research Foundation, and American Heart Association; and

WHEREAS, Dr. Ding has published his research findings in high impact peer reviewed journals and presented his research findings in major domestic and international conferences; and

WHEREAS, members of the Search Committee have unanimously recommended that Dr. Ding be appointed as the holder of this prestigious endowed professorship;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby approves appointment of Qiang Ding, Ph.D., as the

third holder of the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology and Perioperative Medicine in the Department of Anesthesiology and Perioperative Medicine in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine, with all rights and privileges thereunto appertaining.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board, and that copies be presented to Dr. Ding to share with members of his family; to Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of the UAB Heersink School of Medicine; to Dan E. Berkowitz, M.D., Professor and Chair, Department of Anesthesiology and Perioperative Medicine; and to other appropriate University officials.

Approving Appointment of Ashley Nichols, M.D., as the Inaugural Holder of the Charles D. Beard, Jr., Family Endowed Chair in Interdisciplinary Healthcare Communication at The University of Alabama at Birmingham

RESOLUTION

WHEREAS, The Board of Trustees of The University of Alabama formally established the Endowed Professorship in Healthcare Communication at The University of Alabama at Birmingham by resolution adopted on April 12, 2024; and

WHEREAS, The Board of Trustees of The University of Alabama formally approved the conversion and renaming of the Endowed Professorship in Healthcare Communication to the Charles D. Beard, Jr., Family Endowed Chair in Interdisciplinary Healthcare Communication at The University of Alabama at Birmingham by resolution adopted on April 4, 2025; and

WHEREAS, as recommended by Mark Dransfield, M.D., Interim Chairman of the Department of Medicine, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and with the leadership of The University of Alabama at Birmingham (UAB), the UAB administration now wishes to appoint Ashley Nichols, M.D., Associate Professor, as the inaugural holder of this endowed chair; and

WHEREAS, Dr. Nichols, graduated *Summa Cum Laude* from Baylor University in 2001, with her Bachelor of Arts degree in Medical Humanities; received her medical degree in 2006, from the University of Texas Southwestern Medical Center; and

WHEREAS, after earning her medical degree, Dr. Nichols completed her Internal Medicine and Pediatrics residency at UAB; and completed a fellowship in Hospice and Palliative Medicine with a focus on Pediatrics at UAB in 2011; and

WHEREAS, Dr. Nichols is Board Certified in Internal Medicine (2010), Pediatric Medicine (2010), and Hospice and Palliative Medicine (2012); and

WHEREAS, Dr. Nichols began her career as an Assistant Professor in the Division of Gerontology, Geriatrics and Palliative Care at UAB in 2011, where she was promoted to Associate Professor in 2019; and

WHEREAS, Dr. Nichols has been a recipient of numerous prestigious awards throughout her academic career being named Top Internist by Women in Medicine in 2022, Teaching Excellence Award from the Department of Medicine in 2018 and 2019; and the Clutch Team Player Award, VitalTalk Faculty Leadership Award in 2022; and

WHEREAS, Dr. Nichols has shown a commitment to and focus on improving the health and quality of care for people with serious illness in both pediatric and adult populations, and partnering with medical education colleagues to expand education in communication skills training for providers of patients with serious illness as well as researchers to ensure clinical and educational efforts are tailored to the needs of the community; and

WHEREAS, this Board is exceptionally honored to have an individual with Dr. Nichols' superior experience and exceptional abilities on the UAB faculty, and it concurs in the University's decision to honor her by naming her as the inaugural holder of the Charles D. Beard, Jr., Family Endowed Chair in Interdisciplinary Healthcare Communication;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it hereby approves the appointment of Ashley Nichols, M.D., as the inaugural holder of the Charles D. Beard, Jr., Family Endowed Chair in Interdisciplinary Healthcare Communication in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine, with all the rights and privileges thereunto appertaining.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of this Board, and that copies be sent to Ashley Nichols, M.D., to share with members of her family; to Mark Dransfield, M.D., Chairman of the Department of Medicine; to Anupam Agarwal, M.D., Senior Vice President of Medicine and Dean of the Heersink School of Medicine; and to other appropriate officials of UAB.

Approving Appointment of Selvarangan Ponnazhagan, Ph.D. as the Second Holder of the Jay M. McDonald, M.D., Endowed Chair in Laboratory Medicine in the Department of Pathology at UAB

RESOLUTION

WHEREAS, on February 6, 2015, The Board of Trustees of The University of Alabama approved the establishment of the Jay M. McDonald, M.D., Endowed Professorship in Laboratory Medicine, made possible through the generosity of The University of Alabama Health Services Foundation and numerous friends and family of Dr. McDonald, to honor his extraordinary 25 years of service and leadership in the Department of Pathology; and

WHEREAS, on April 8, 2022, the Board of Trustees approved a resolution converting and renaming the Jay M. McDonald, M.D., Endowed Professorship in Laboratory Medicine to the Jay M. McDonald, M.D., Endowed Chair in Laboratory Medicine, with an enhanced endowment corpus of over \$1,000,000, to support the recruitment and retention of outstanding faculty leaders in the field of laboratory medicine; and

WHEREAS, the late Dr. McDonald was a visionary leader and scientist whose tenure as Chair of the Department of Pathology from 1990 to 2008 elevated the Department to national prominence, including achieving a top six national ranking in NIH funding, and mentoring generations of successful physicians, scientists and trainees; and

WHEREAS, as recommended by Cristina Magi-Galluzzi, M.D., Ph.D., FCAP, Chair of the Department of Pathology, with the concurrence of Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine (Heersink School of Medicine), and The University of Alabama at Birmingham's (UAB) leadership, the UAB administration now wishes to appoint Selvarangan Ponnazhagan, Ph.D., as the second holder of this endowed chair due to his significant achievements and contributions to pathology service, research and education; and

WHEREAS, Dr. Ponnazhagan earned his Ph.D. degree in Genetics from the University of Madras, India in 1989; and

WHEREAS, Dr. Ponnazhagan completed his postdoctoral research training in Molecular Virology and Gene Therapy in 1994, was appointed Research Associate in 1994 and Research Assistant Professor in 1997, all at the Indiana University School of Medicine, Indianapolis, Indiana; and

WHEREAS, Dr. Ponnazhagan was appointed Assistant Professor in 1999 in the UAB Department of Pathology, Associate Scientist in 1999 at the UAB Comprehensive Cancer Center, Associate Scientist in 2000 at the UAB Center for Metabolic Bone Disease and the UAB Gene Therapy Center, and continued to progress through the ranks at UAB eventually becoming Professor of Pathology in 2007; and

WHEREAS, Dr. Ponnazhagan holds six other appointments at UAB, including Senior Scientist in the O'Neal Comprehensive Cancer Center; and

WHEREAS, Dr. Ponnazhagan serves the Department of Pathology in various leadership roles, including Vice Chair for Research since 2023, and was appointed the Endowed Professorship in Experimental Cancer Therapeutics in 2012, fostering interdisciplinary collaborations, guided research strategy and advanced the department's position as a national leader in laboratory medicine and translational science; and

WHEREAS, Dr. Ponnazhagan's leadership extends beyond the laboratory, with service on numerous departmental committees, including chairing the Appointment, Promotion and Tenure Committee since 2018, co-chairing the Physician Scientist Development Oversight and Mentoring committee, where his strategic insight and mentorship have shaped faculty recruitment, retention and advancement; and

WHEREAS, Dr. Ponnazhagan's influence also reflects his significant contributions to UAB's research enterprise, through collaborations that have strengthened grant portfolios, driven innovation in cancer and gene therapy, and elevated the institution's national profile in laboratory medicine; and

WHEREAS, Dr. Ponnazhagan is internationally recognized for his pioneering work focusing on the biology and experimental therapeutics of breast and prostate cancers, including adeno-associated virus (AAV)-mediated gene therapy for cancer and metabolic bone disease, including development of targeted-AAV for human gene therapy, and biology, life cycle and molecular virology of adeno-associated virus; and

WHEREAS, Dr. Ponnazhagan has secured continuous extramural funding for more than two decades, including multiple NIH R01 grants and Department of Defense awards, and has authored more than 125 peer-reviewed publications and holds U.S. patents; and

WHEREAS, Dr. Ponnazhagan currently serves on editorial boards including *Genes* (Editor-in-Chief), *Frontiers in Immunology*, and *Lab Investigations*. He is an ad hoc reviewer of more than 45 journals, has been in more than 60 NIH Study Sections, and sits on more than 30 councils and committees; and

WHEREAS, members of this Board heartily concur in the selection of Selvarangan Ponnazhagan, Ph.D., to hold this prestigious Endowed Chair, with the full expectation that he will continue to contribute to the University's national and international reputation for excellence in research, education, and service; and

WHEREAS, Dr. Ponnazhagan has an exemplary record of mentorship and faculty development, having guided the careers of several graduate students, postdoctoral fellows, and junior faculty. Many of these mentees have achieved independent academic,

clinical and research success, a testament to his commitment to cultivating the next generation of scientific leaders;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the appointment of Selvarangan Ponnazhagan, Ph.D., as the second holder of the Jay M. McDonald, M.D., Endowed Chair in Laboratory Medicine in the Department of Pathology in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

BE IT FURTHER RESOLVED that this Resolution is spread upon the permanent minutes of this Board and that copies are given to Dr. Ponnazhagan to share with members of his family, and to other appropriate University officials.

Approving Closure of the UAB Pulmonary Injury and Repair Center in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

RESOLUTION

WHEREAS, The University of Alabama at Birmingham (UAB) Marnix E. Heersink School of Medicine (Heersink School of Medicine) Department of Anesthesiology and Perioperative Medicine initially established the UAB Pulmonary Injury and Repair Center with the charge to promote, support, and enhance cutting-edge research on lung biology, including fundamental mechanistic studies of disease to translational investigation in humans; and

WHEREAS, the Heersink School of Medicine now wishes to close the UAB Pulmonary Injury and Repair Center; and

WHEREAS, no donor funds were used in the establishment or operations of the Center; there is no impact on students resulting from this closure; and the Center does not have any active employees affiliated with its work; and

WHEREAS, all Center activities will continue in other areas in the Department of Anesthesiology and Perioperative Medicine, and any remaining property will be retained for future use within the university's research infrastructure, under the appropriate departments;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves closure of the UAB Pulmonary Injury and Repair Center in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

Granting Approval of the Closure of the Microbiome Center in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

RESOLUTION

WHEREAS, The University of Alabama at Birmingham (UAB) Marnix E. Heersink School of Medicine would like to request the formal closure of the Microbiome Center, as it is no longer active and does not have a director; and

WHEREAS, the Microbiome Center was formally established by the Board of Trustees of The University of Alabama on February 5, 2016, to facilitate collaborative research on the human microbiome and its influence on health and disease; and

WHEREAS, no donor funds were used in the establishment or operations of the Center; there is no impact on students resulting from this closure; and the Center does not have any active employees affiliated with its work;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves closure of the Microbiome Center in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine.

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of the Board and that copies be sent to Anupam Agarwal, M.D., Senior Vice President for Medicine and Dean of The University of Alabama at Birmingham Marnix E. Heersink School of Medicine; Ray L. Watts, M.D., President of The University of Alabama at Birmingham, and to other appropriate University officials.

Granting Approval of the Closure of the Center for Health Informatics for Patient Safety/Quality (CHIPSQ) at UAB

RESOLUTION

WHEREAS, The University of Alabama at Birmingham (UAB) requests the formal closure of the Center for Health Informatics for Patient Safety/Quality (CHIPSQ), which was established by the Board of Trustees of The University of Alabama on September 16, 2011; and

WHEREAS, the founding leadership of the Center has transitioned, and it is no longer viable in its current form; and

WHEREAS, the Center for Health Informatics for Patient Safety/Quality was established to advance research, education, and practice in health informatics with a focus

on improving patient safety and healthcare quality. The purpose of the Center for Health Informatics for Patient Safety/Quality (CHIPSQ) was to develop the use and application of key health informatics methodological advancements to improve funded research projects both across campus and through continuing education opportunities for those in the healthcare field. Center activity in these areas was highly successful since its founding but has decreased in recent years and subsequently, the activities have been integrated into other units within the School of Health Professions; and

WHEREAS, the Center for Health Informatics for Patient Safety/Quality fulfilled its initial mission and objectives, and its activities have been moved to other units. The center currently has only one employee, the Center Director, and it has no dedicated funding, additional personnel, or assets requiring disposition. There will be no adverse impact on students or faculty as a result of this closure; and

WHEREAS, UAB and the School of Health Professions support the formal closure of the Center for Health Informatics for Patient Safety/Quality;

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that it approves the closure of the Center for Health Informatics for Patient Safety/Quality (CHIPSQ).

BE IT FURTHER RESOLVED that this resolution be spread upon the permanent minutes of the Board and that copies be sent to Andrew J. Butler, Ph.D., Dean of the School of Health Professions; to Ray L. Watts, M.D., President of The University of Alabama at Birmingham; and to other appropriate University officials.

PowerPoint

M.A. Degree in Clinical Mental Health Counseling (CIP Code 42.2803)

Purpose

- Offer a service-oriented advanced degree option in Psychology that prepares students to effectively assess, diagnose, and treat a range of mental health issues

Goals

- Provide students with comprehensive training needed to prepare them for careers addressing the steadily-increasing demand for qualified mental health professionals throughout Alabama, and in north Alabama in particular

Employment Preparation

- Graduates will be prepared to sit for licensure as Licensed Professional Counselors (LPC)
- Clinical and Counseling Psychologists; Substance Abuse and Behavioral Disorder Counselors; Marriage and Family Therapists; Correctional Counselor (optional concentration in the program)

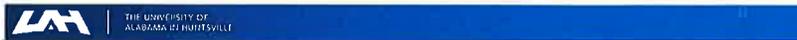
Other Programs

- Several similar programs exist across the state, but the UAH program will distinguish itself from others with an emphasis on assessment and the Correctional Counseling concentration. The program also meets a specific demand in the Huntsville area for advanced degree options and qualified professionals in the field of Clinical Mental Health Counseling.

Resources – Planned addition of three new full-time faculty to be phased in during years 1-3; a total of five additional part-time faculty over years 1-7. It is estimated that new tuition revenues will exceed the program costs.

Administration – College of Arts, Humanities, & Social Sciences

Govenda: G.1



Granting Approval of and Permission to Submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Master of Arts (M.A.) Degree in Clinical Mental Health Counseling (CIP Code 42.2803) at UAH

RESOLUTION

WHEREAS, the College of Arts, Humanities, and Social Sciences at The University of Alabama in Huntsville proposes a new Master of Arts (M.A.) degree in Clinical Mental Health Counseling; and

WHEREAS, the new degree program will meet the needs and demand of current and prospective students, who share the goal of addressing the increasing demand for qualified mental health professionals in our community and state; and

WHEREAS, the Clinical Mental Health Counseling program is 60 credit hours in length and will provide comprehensive training in the areas of counseling theory, human growth and development, social and multicultural foundations, the helping relationship, group dynamics, processing and counseling, lifestyle and career development, and research and evaluation, and will also offer the option to pursue a concentration in Correctional Counseling; and

WHEREAS, graduates of the Clinical Mental Health Counseling program will be eligible to sit for state licensure as Licensed Professional Counselors (LPC), and the job

market outlook in Alabama is favorable, with research studies suggesting a 23.1% projected statewide growth rate of occupations related to clinical mental health counseling by 2034; and

WHEREAS, the M.A. in Clinical Mental Health Counseling program is proposed for implementation in fall 2026 and will be administered under the Department of Psychology and will rely on existing full-and part-time faculty and staff for the first two years. The department anticipates hiring additional faculty members after the first two years, along with part-time teaching hires, but anticipates that new revenue generated from program tuition and fees will cover the expenses.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that the Board does hereby support and approve the Master of Arts (M.A.) degree in Clinical Mental Health Counseling (CIP Code 42.2803) at The University of Alabama in Huntsville and grants permission to submit this proposal to the Alabama Commission on Higher Education.

PowerPoint

B.S.B.A. Degree in Cybersecurity Management (CIP Code 11.1003)

Purpose

- Equip students with both managerial and technical skills to design, implement, and oversee organizational cybersecurity strategies and policies

Goals

- Prepare students to align cybersecurity strategies with business objectives, using a curriculum that provides a combination of business and technical studies
- Produce graduates who are ready to meet the state's growing demand for skilled professionals who can oversee cybersecurity policy, conduct risk assessment, and ensure regulatory compliance, and help safeguard Alabama's overall cybersecurity resilience

Employment Preparation

- Blend academic courses with industry certifications, e.g., CISSP, CompTIA Security+, and AWS Cloud Practitioner
- Equip graduates for careers such as Information Security Analyst and Computer Systems Analyst

Other Programs

- While multiple Cybersecurity programs exist in the state, none are structured as a Bachelor of Science in Business Administration (B.S.B.A.) and none with the Cybersecurity Management designation

Resources – Existing full- and part-time faculty already teaching the core courses under the existing concentration; no new resources are required

Administration – College of Business

Govenda: G.2



Granting Approval of and Permission to Submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Bachelor of Science in Business Administration (B.S.B.A.) Degree in Cybersecurity Management (CIP Code 11.1003) at UAH

RESOLUTION

WHEREAS, the College of Business at The University of Alabama in Huntsville proposes a new Cybersecurity Management major in its Bachelor of Science in Business Administration (BSBA) degree; and

WHEREAS, the new major will expand upon and replace the current offering of a Cybersecurity concentration in the Information Systems degree program, and administrators expect the program to be a popular choice among College of Business students; and

WHEREAS, the Cybersecurity Management program will combine technical cybersecurity knowledge with business acumen to equip its graduates to lead, design, and implement cybersecurity strategies aligned with organizational goals, meet regulatory standards, and adapt to changing industry requirements; and

WHEREAS, the Cybersecurity Management major will address a critical shortage in the local job market, where there is a need for professionals who can manage risk, governance, and compliance within complex organizations, and program graduates will be able to leverage their skills to obtain employment and provide immediate value to industries, including the defense industry, government, and the private sector; and

WHEREAS, the Cybersecurity Management major in the existing BSBA program is proposed for implementation in fall 2026; it will be administered under the Department of Information Systems, Supply Chain, & Analytics; and will rely on existing faculty, requiring no new resources for implementation.

NOW, THEREFORE, BE IT RESOLVED by The Board of Trustees of The University of Alabama that the Board does hereby support and approve the Cybersecurity Management major in the Bachelor of Science in Business Administration (BSBA) degree (CIP Code 11.1003) at The University of Alabama in Huntsville and grants permission to submit this proposal to the Alabama Commission on Higher Education.

Trustee Humphrey also reported that the Committee reviewed 24 information items:

- Establishment of a Concentration in Digital Consumer Engagement within the existing Bachelor of Science (B.S.) Degree in Consumer Sciences (CIP Code 19.0401) at UA
- Establishment of a Post-Baccalaureate Certificate in Instructional Design (CIP Code 13.0501) at UA

- Deletion of the Doctor of Philosophy (Ph.D.) degree in Applied Mathematics (CIP Code 27.0301) in the Barefield College of Arts and Sciences at UA
- Establishment of a 15-Hour Graduate Certificate in Dental Biomaterials (CIP Code 51.0505) at UAB

Pro tem Phelps asked if there were questions or comments concerning any of the information items. There were none.

Pro tem Phelps asked if there was any further business to come before the Board.

There being no further business to come before the Board, the meeting was adjourned.



Mark D. Foley, Jr.
Secretary of The Board of Trustees



University of Alabama System
UA Institutional Board of Trustees Meeting
November 07, 2025
10:15 am-11:15 pm Central Time

- I. Roll Call
(Mark Foley)
- II. Introduction of Press
(Lynn Cole)
- III. Adoption of Agenda
(Pro tem Phelps)
- IV. Approval of Consent Agenda
(Pro tem Phelps)
- V. Approval of the September 12, 2025 Minutes and the October 17, 2025
Special-Called Meeting Minutes
(Pro tem Phelps)
- VI. Administrative Report
- VII. Report from Chancellor Sid J. Trant
- VIII. Institutional Reports
 - A. UA Student Representative Lucy Bonhaus
 - B. UA Faculty Representative Matthew Hudnall, Ph.D.
 - C. UA President Dr. Peter J. Mohler
- IX. UA Administrative Action Item
 - A. Consideration of Resolution Granting Approval of a Request to
Establish a School at The University of Alabama and Permission to
Submit this change to the Alabama Commission on Higher Education
(ACHE)
- X. Executive Committee Report
- XI. Investment Committee
- XII. Finance Committee Report
 - A. UAS
 1. Consideration of Resolution Approving the FY 2026-2027
Request for State Appropriations for Operations and
Maintenance for the University of Alabama System
 2. Consideration of Resolution Approving the FY 2026-2027
Request for State Appropriations for Capital Improvements for
the University of Alabama System
 3. Consideration of Approving Agreement with Equifax Workforce
Solutions UA, UAH, UAB, UAB Health System, UAB Callahan
Eye Hospital, UA Health Services Foundation, Cooper Green
Mercy Health Services Authority, and the UA System Office

B. UA

1. Consideration of Resolution Approving Professional Services Agreement with ON Services at UA
2. Consideration of Resolution Approving the Enterprise Applications Modernization Project at UA

C. UAB

1. Consideration of Resolution Approving the Amendment to Master Software and Services Agreement between Paciolan, LLC and The University of Alabama at Birmingham

XIII. Physical Properties Committee Report

A. UA Construction Items

1. Consideration of Resolution approving the revised project budget; granting authorization to execute a Construction Contract for the AIME Renovations for AMP Battery Research Center at UA (Stage IV)
2. Consideration of Resolution approving the reallocated project budget; granting authorization to execute a Construction Contract for the Coleman Coliseum Basketball Training and Player Development Facility Expansion and Renovation at UA (Stage IV)
3. Consideration of Resolution approving the revised project budget; granting authorization to execute a Construction Contract for the Psychiatry Residency Program Renovation and Addition at UA (Stage IV)
4. Consideration of Resolution approving the proposed architectural design for the Reserve Officers' Training Corps Facility and Student Veterans Center at UA (Stage III)
5. Consideration of Resolution approving the revised project scope and budget for the Chi Omega Sorority House Renovations at UA (Revised Stage II)
6. Consideration of Resolution approving the reallocated project budget; granting authorization to negotiate Owner/Consultant Agreements for the Farrah Hall Renovation at UA (Stage II)
7. Consideration of Resolution approving the preliminary project scope and budget; granting authorization to execute an Owner/Architect Agreement for the Capstone College of Nursing Addition and Renovation at UA (Stage I & Stage II)

B. UA Real Estate Item

1. Consideration of Resolution granting authorization to execute Amendment #9 to the Ground Lease Agreement with Capstone Hotel, Ltd.

C. UAB Construction Item

1. Consideration of Resolution granting authorization to negotiate an Owner/Architect Agreement for the Renewal of Building Envelope and Interior of Blount Residence Hall at UAB (Stage II)

D. UAH Construction Items

1. Considering of Resolution approving the revised project budget; granting authorization to execute a Construction Contract for the Track and Field Complex at UAH (Stage IV)
2. Consideration of Resolution approving the revised project scope and budget and proposed architectural design for the Center for Cybersecurity Research, Education & Advanced Training at UAH (Stage III)
3. Consideration of Resolution approving the preliminary project scope and budget; granting authorization to execute a Pre-Development Agreement for the Exploration Plaza Development - Phase I at UAH (Stage I & Stage II)

E. UAS BR415 Item

1. Consideration of Resolution Approving Revision of Board Rule 415, Attachment A, Section A.1

XIV. Honorary Degrees and Recognition Committee Report

A. UA

1. Consideration of Resolution Accepting Gifts and Pledges from Donors, Expressing Appreciation, and Approving Namings at UA
2. Consideration of Resolution Approving Academic Program Naming Opportunities at UA
3. Consideration of Resolution Approving Endowed Funds and Revisions to Endowed Funds at UA

B. UAB

1. Consideration of Resolution Accepting Gifts and Pledges from Various Donors, Expressing Appreciation, and Establishing Named Spaces in Frances and Miller Gorrie Hall at UAB
2. Consideration of Resolution Approving Naming Opportunities in the School of Dentistry at UAB
3. Consideration of Resolution Approving Endowed Funds and Revisions to Endowed Funds at UAB

C. UAH

1. Consideration of Resolution Acknowledging and Expressing Appreciation of Gifts at UAH

2. Consideration of Resolution Approving Naming of the Jatinder N.D. and Harsh Gupta Faculty Lounge in the Business Administration Building at UAH
3. Consideration of Resolution Approving Naming of the SportsMED Gymnasium in Spragins Hall at UAH
4. Consideration of Resolution Approving Endowed Funds and Revisions to Endowed Funds at UAH

XV. Nominating Committee Report

XVI. Academic Affairs and Student Affairs Committee Report

A. UAS Information Item

1. Report on Cooperative, Joint, and Shared Degree Programs

B. UA Individual Action Item

1. Consideration of Resolution Granting Initial Approval of and Permission to Submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Bachelor of Science (B.S.) Degree in Artificial Intelligence (CIP Code 11.0102) in the Department of Computer Science in the College of Engineering at UA

C. UA Administrative Action Items

1. Consideration of Resolution Approving the Establishment of Thomas L. Jones Endowed Professorship in Law at UA
2. Consideration of Resolution Approving Appointment of Alice E. Smith, Ph.D., as an Endowed Shelby Distinguished Professor at UA
3. Consideration of Resolution Approving Appointment of Carla Atkinson, Ph.D., as an Endowed Shelby Distinguished Associate Professor at UA

D. UA Information Items

1. Establishment of a Concentration in Digital Consumer Engagement within the existing Bachelor of Science (B.S.) Degree in Consumer Sciences (CIP Code 19.0401) at UA
2. Establishment of a Post-Baccalaureate Certificate in Instructional Design (CIP Code 13.0501) at UA
3. Deletion of the Doctor of Philosophy (Ph.D.) degree in Applied Mathematics (CIP Code 27.0301) in the Barefield College of Arts and Sciences at UA

E. UAB Administrative Action Items

1. Consideration of Resolution Granting Approval of the Renaming of the R. Edward Faught, Jr., M.D. Endowed Professorship in Epilepsy to the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research at UAB
2. Consideration of Resolution Approving Appointment of Jerzy P. Szaflarski, M.D., Ph.D. as the First Holder of the R. Edward Faught and Janet Jackson Faught Professorship in Epilepsy Research in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine
3. Consideration of Resolution Approving Posthumous Appointment of Latesha Elope, M.D., MSPH as the Second Holder of the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship at UAB
4. Consideration of Resolution Approving Appointment of Thomas S. Winokur, M.D. as the Second Holder of the Robert W. Mowry, M.D., Endowed Professorship in Pathology in the Department of Pathology at UAB
5. Consideration of Resolution Approving Appointment of Lalita Shevde-Samant, Ph.D., as the Second Holder of the Endowed Professorship in Experimental Cancer Therapeutics in the Department of Pathology at UAB
6. Consideration of Resolution Approving Appointment of Maria I. Danila, M.D., M.Sc., MSPH, as the Second Holder of the UAB Endowed Professorship in Musculoskeletal Outcomes Research in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine
7. Consideration of Resolution Approving Appointment of Oyedele Adeyi, MBBS as the Second Holder of the C. Bruce Alexander Endowed Professorship in Pathology in the Department of Pathology at UAB
8. Consideration of Resolution Approving Appointment of Jing Li, M.D., DrPH, M.S., as the Second Holder of the Albert Oberman, M.D., Endowed Professorship in Cardiovascular Disease at UAB
9. Consideration of Resolution Approving Appointment of Christina A. Muzny, M.D., MSPH as the Third Holder of the Jeanne M. Marrazzo, M.D., M.P.H., Endowed Professorship in Innovation and Advancement through Mentorship at UAB

10. Consideration of Resolution Approving Appointment of Qiang Ding, Ph.D., as the Third Holder of the Maurice S. Albin, M.D., Endowed Professorship in Anesthesiology and Perioperative Medicine in the Department of Anesthesiology and Perioperative Medicine in The University of Alabama at Birmingham Mamix E. Heersink School of Medicine
11. Consideration of Resolution Approving Appointment of Ashley Nichols, M.D., as the Inaugural Holder of the Charles D. Beard, Jr., Family Endowed Chair in Interdisciplinary Healthcare Communication at The University of Alabama at Birmingham
12. Consideration of Resolution Approving Appointment of Selvarangan Ponnazhagan, Ph.D. as the Second Holder of the Jay M. McDonald, M.D., Endowed Chair in Laboratory Medicine in the Department of Pathology at UAB
13. Consideration of Resolution Approving Closure of the UAB Pulmonary Injury and Repair Center in The University of Alabama at Birmingham Mamix E. Heersink School of Medicine
14. Consideration of Resolution Granting Approval of the Closure of the Microbiome Center in The University of Alabama at Birmingham Mamix E. Heersink School of Medicine
15. Consideration of Resolution Granting Approval of the Closure of the Center for Health Informatics for Patient Safety/Quality (CHIPSQ) at UAB

F. UAB Information Item

1. Establishment of a 15-Hour Graduate Certificate in Dental Biomaterials (CIP Code 51.0505) at UAB

G. UAH Individual Action Items

1. Consideration of Resolution Granting Approval of and Permission to Submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Master of Arts (M.A.) Degree in Clinical Mental Health Counseling (CIP Code 42.2803) at UAH
2. Consideration of Resolution Granting Approval of and Permission to Submit to the Alabama Commission on Higher Education (ACHE) a Proposal for a Bachelor of Science in Business Administration (B.S.B.A.) Degree in Cybersecurity Management (CIP Code 11.1003) at UAH

H. UA Student Life Spotlight

XVII. Adjourn

Exhibit B
First Amended and Restated Bylaws of UAB St. Vincent's Foundation, Inc.

**FIRST AMENDED AND RESTATED BYLAWS OF
UAB ST. VINCENT'S FOUNDATION, INC.**

**ARTICLE I
OFFICES**

1. **Principal Office.** The principal office of the UAB St. Vincent's Foundation, Inc. (hereinafter "Foundation") shall be located in the City of Birmingham, Jefferson County, Alabama. The Foundation board of directors (hereinafter "Board") may by resolution change the location of this office.

2. **Registered Office.** The Foundation shall maintain a registered agent and registered office in the State of Alabama as required by the Alabama Nonprofit Corporation Law, as amended. The registered office may or may not be identical with the principal office but shall be the address of the registered agent. The registered office and agent may be changed by resolution of the Board.

**ARTICLE II
MEMBER**

The Foundation shall have one (1) member. The sole member of the Foundation shall be St. Vincent's Health System, an Alabama nonprofit corporation and university affiliate under the University Authority Act (d/b/a "UAB St. Vincent's Health System") (the "Member").

**ARTICLE III
BOARD OF DIRECTORS**

1. **General Powers.** The affairs of the Foundation shall be managed by its board of directors ("Board"). Directors need not be residents of the State of Alabama.

The Board shall have such powers as are hereinafter expressly conferred and additionally, all such powers as may be exercised in accordance with its articles of incorporation, as they may be amended, and applicable law, including but not limited to the Alabama Nonprofit Corporation Law, and the University Authority Act of 2016. The approval of the UAB St. Vincent's Health System Authority, an Alabama university authority ("Authority"), is required for the Foundation to (a) take major corporate action, (b) adopt or change annual or operational budgets, and (c) to take actions that would cause the Foundation to vary significantly from adopted budgets.

2. **Election, Number, Tenure and Qualifications.** The Board shall be comprised of a minimum of three (3) and a maximum of thirteen (13) directors, the number of which may be set and the maximum number of which may be increased by resolution of the Board. The directors shall be appointed to three (3) year terms by the Authority, subject to the approval of The Board of Trustees of The University of Alabama. Each director shall be eligible for re-election or re-appointment upon expiration of his or her term.

3. **Regular Meetings.** A regular annual meeting of the Board shall be held no later than one hundred and twenty (120) days following the end of the fiscal year of the Foundation. The Board may designate any place as the place of meeting for any regular meeting called by the Board. At least three (3) days' notice of the time and place of regular meetings shall be given to each director.

4. **Special Meetings.** Special meetings of the Board may be called by the Secretary at the request of the President or any two directors, after filing a written request with the Secretary stating the purpose of the meeting. The persons authorized to call special meetings of the Board may fix any place, either within or outside the State of Alabama, as the place for holding any special meeting of the Board called by them. At least three (3) days' notice of the time and place of special meetings shall be given to each director.

5. **Attendance.** Directors may participate in any meeting of the Board by means of a telephone conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting.

6. **Notice.** Notice of any meeting of the Board shall be in writing, and may be delivered personally, by mail, facsimile, or electronically, or similar forms of written communication, to each director at his or her address, including electronic mailing address, as shown by the records of the Foundation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of any such meeting, unless specifically required by law or by these bylaws.

7. **Quorum.** A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. However, less than a majority of the members of the Board may adjourn a meeting from time to time without further notice.

8. **Manner of Acting.** The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by law or by these bylaws.

9. **Voting.** Each director shall be entitled to one (1) vote on each matter submitted for a vote.

10. **Vacancies.** Any vacancies occurring in the Board and any directorship to be filled as a result of an increase in the number of directors may be filled by the affirmative vote of the majority of the remaining directors, though less than a quorum of the Board. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

11. **Compensation.** Directors shall not receive any stated salaries for their services; however, by resolution of the Board a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board. Nothing contained herein shall be construed to preclude any director from serving the Foundation in any other capacity and receiving compensation for expenses.

12. **Informal Action by Directors.** Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors. Signed

authorization for such actions may be delivered by fax, mail, or electronic mail. Approval may also be given by any online or electronic service which has been approved by the Board for such purposes.

13. **Removal of Directors.** Any director may be removed from the Board with or without cause at any time by the Authority or The Board of Trustees of The University of Alabama.

ARTICLE IV OFFICERS

1. **Officers.** The Officers of the Foundation shall be a President, Vice President, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board may elect or appoint such other officers, including one or more Associate Treasurers or Associate Secretaries, as it shall deem desirable; such officers shall have the authority and perform the duties prescribed by the Board. Any two or more offices may be held by the same person, except the offices of President and Secretary.

2. **Election and Term of Office.** The officers of the Foundation shall be elected by the Board to serve three-year terms at the regular annual meeting of the Board; provided that the President and chief executive officer of the Foundation, if any, must be approved by the Authority and The Board of Trustees of The University of Alabama as set forth in the articles of incorporation of the Foundation, as amended. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

3. **Removal.** Any officer elected or appointed by the Board may be removed by the Board whenever, in its judgment, the best interest of the Foundation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board for the unexpired portion of the term; provided that the appointment of the President or chief executive officer, if any, must be approved by the Authority and The Board of Trustees of The University of Alabama.

5. **President.** The President shall be the principal executive officer of the Foundation and will supervise and control all of the business and affairs of the Foundation. The President shall preside at all meetings of the Board, and may sign with the Secretary or any other proper officer of the Foundation authorized by the Board any deeds, mortgages, bonds, contracts, or other instruments, including documents which the Board has authorized to be executed, except in cases where the signing and execution thereof is expressly delegated by the Board, by these bylaws, or by statute to some other officer or agent of the Foundation; and the President will perform all duties incident to the office of the President and such other duties as may be prescribed by the Board.

6. **Vice President.** The Vice President shall be responsible for administering the affairs of the Foundation. In the absence of or in the event of the inability or refusal of the President to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all of the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or by the Board.

7. **Treasurer.** The Treasurer shall be responsible for the financial affairs of the Foundation. The Treasurer shall supervise preparation of the annual budget and shall keep a full and accurate account of receipts and disbursements in separate books belonging to the Foundation and shall deposit all funds in the name of, and to the credit of, the Foundation. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Foundation, receive and give receipts for funds due and payable to the Foundation from any source whatsoever and deposit all such funds in the name of the Foundation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VI of these bylaws, and perform all the duties incident to the office of Treasurer and any other duties as may be assigned by the President, the Vice President, or by the Board. The Treasurer shall be generally familiar with financial and accounting matters.

8. **Secretary.** The Secretary will keep the minutes of the meetings of the Board and Board committees in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records; and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or by the Board. Membership on the Board is not a prerequisite for this office.

ARTICLE V COMMITTEES

1. **Committees of Directors.** The Board, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, each of which shall consist of two or more directors. Such committees shall exercise such powers and authority as may, from time to time, be delegated by the Board. All actions of the committees of the Board shall be reported to, and ratified by, the Board at the next regular meeting of the Board. Committee meetings may be held either in person, or by telephone, or other electronic means similar communications equipment by which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting.

2. **Other Committees.** Other committees not having and exercising the authority of the Board in the management of the Foundation may be appointed in such manner as may be designed by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee do not have to be directors and the President of the Foundation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interest of the Foundation shall be served by such removal.

3. **Term of Office.** Each member of a committee shall continue as such until the next annual meeting of the Board and until the member's successor is appointed, unless the committee shall be sooner terminated.

4. **Chairman.** Except as provided herein, one member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

5. **Vacancies.** Vacancies in the membership of any committee may be filled by appointments made in the same manner as the original appointments.

6. **Quorum.** A majority of the members of a committee shall constitute a quorum for the transaction of business at any meeting of the committee. Unless otherwise provided in the resolution of the

Board designating the committee, the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

7. **Rules.** Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Board.

ARTICLE VI FINANCES

1. **Funds.** The current funds of the corporation shall be deposited in such bank or banks, in such types of accounts, and subject to such deposit and withdrawal procedures as may be directed by the Board by resolution. Reserve funds of the corporation shall be invested in such kinds and types of securities as may be directed by the Board by resolution.

All gifts to the Foundation or other income not otherwise designated by the donor shall go into the general fund of the Foundation and shall be used exclusively for the purposes of the Foundation as set forth in the articles of incorporation of the Foundation, as amended, including, without limitation, to support the interests and purposes of the health care facilities comprising the Member and the public health mission of the Member, the Authority and The Board of Trustees of The University of Alabama (the "Purposes"). The Foundation may receive, manage, invest, and disburse conditional gifts to support the Purposes.

The Board may from time to time provide procedures for the establishment of special or designated funds to be administered by the Board under the conditions of their creation in accordance with the articles of incorporation of the Foundation, as amended.

2. **Income and Disbursements.** All income, including contributions, received by the Foundation shall be deposited by the Treasurer in a special account or accounts in such banks, trust companies, or other depositories as the Board may select. All disbursements shall be made under a proper authority of the Board. All contributions to and disbursements from the Foundation shall be recorded by the Treasurer and such records shall be subject to examination at any reasonable time, upon request, by any director.

3. **Budget.** An itemized statement of the proposed operating income and expenditures for the following year shall be prepared by the Treasurer and submitted to the Board annually. When approved by the Board, such budget shall be the only authorization for expenditures for operating expenses of the Foundation subject to subsequent changes made by the Board and the provisions of Section 4 below.

4. **Administration of the Budget.** The Treasurer is authorized to make commitments for budgeted operating expenses. Checks or vouchers in payment of approved expenditures shall be signed by the Treasurer and countersigned by the President or such other officer as the Board may designate.

5. **Checks, Drafts, Etc.** All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Foundation shall be signed by such officer or officers, agent or agents of the Foundation and in such manner as shall from time to time be provided by resolution of the Board. In the absence of such provision by the Board such instrument shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President.

6. **Audit.** The financial records and accounts of the corporation shall be audited annually, or at such other times as directed by the Board, by a certified public accountant or firm thereof designated for

that purpose by the Board.

7. **The Fiscal Year.** The fiscal year of the Foundation shall be October 1 to September 30 of the succeeding year but may be altered by resolution of the Board.

ARTICLE VII BOOKS AND RECORDS

The Foundation shall keep correct and complete books and records of account; minutes of the proceedings of the Board and committees having any of the authority of the Board; and shall maintain at its registered or principal office a record giving the names and addresses of the directors. All books and records of the Foundation may be inspected by any director, or his or her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE VIII EXECUTION OF CONTRACTS, DEEDS, TRANSFERS AND REPRESENTATION WITH REFERENCE TO SECURITIES

1. **Execution of Contracts, Deeds, etc.** Except as otherwise provided by resolution of the Board authorizing the execution thereof, all contracts, deeds, mortgages, pledges, transfers and other written instruments binding upon the Foundation shall be executed on behalf of the Foundation by the President, Vice President, Secretary, or Treasurer.

2. **Authority to Vote on behalf of Foundation.** Unless otherwise ordered by resolution of the Board, the President and Vice President, or if either of them are not available, then the available officer and the Treasurer shall have full power and authority on behalf of the Foundation to attend, to act, and to vote at any meetings of the stockholders, bondholders or other security holders of any corporation, trust or association in which the Foundation may hold securities and at any such meeting shall possess and may exercise any and all of the rights and powers incident to the ownership of such securities and which, as owner thereof, the Foundation might have possessed and exercised if present, including the power and authority to delegate such power and authority to a proxy selected by them or any of them. The Board may, by resolution confer like powers upon any other person or persons.

3. **Authority to Buy and Sell Stock, etc.** Unless otherwise ordered by resolution of the Board, the President and Vice President, or if either of them are not available, then the available officer and the Treasurer are authorized and empowered to jointly buy and sell stocks or securities held or owned by the Foundation, for such consideration or considerations as should meet their approval, and to that end, they are further authorized and empowered to execute any and all bills of sale, transfers, assignments, and other writings necessary or convenient for effectuating such purposes, and to give or have given the proper notices of any such action, and have any and all such dispositions registered and noted on the books and records of this or any other corporation or partnership where required, and to do any and all other matters in order to accomplish such purchases or sales as fully and as effectually as if done by the Foundation under specific authority of the Board.

ARTICLE IX RATIFICATION

These bylaws shall become effective upon their approval by the Board, the Authority, and The Board of Trustees of The University of Alabama.

**ARTICLE X
AMENDMENTS**

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the directors present at any regular or special meeting at which there is a quorum if at least two days written notice is given of intention at such meeting to alter, amend or repeal these bylaws or to adopt new bylaws, but no amendment may be made so as to avoid any limitations imposed by the laws of the State of Alabama or the articles of incorporation, as they may be amended. The amended or new bylaws shall become effective upon their approval by the Authority and The Board of Trustees of The University of Alabama.

**ARTICLE XI
WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Alabama Nonprofit Corporation Law or under the provisions of the articles of incorporation or these bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

**ARTICLE XII
DISSOLUTION**

Upon dissolution, all property, of whatever kind and character, is to be distributed to The Board of Trustees of The University of Alabama, the Authority or the Member, as determined by The Board of Trustees of The University of Alabama in its sole discretion, to be used exclusively for public purposes.

EXHIBIT C

Company Amended and Restated Articles

[See attached.]

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
UNIVERSAL HEALTH SERVICES**

In accordance with applicable provisions of the Alabama Nonprofit Corporation Law (Section 10A-3A-1.01 et seq., Code of Alabama (1975)) (the “Nonprofit Corporation Law”), the undersigned nonprofit corporation hereby executes these Amended and Restated Articles of Incorporation, and hereby certifies that such Amended and Restated Articles of Incorporation have been duly adopted as required by the Nonprofit Corporation Law.

1. The name of the nonprofit corporation is Universal Health Services.
2. The text of the Amended and Restated Articles of Incorporation of the nonprofit corporation is as follows:

ARTICLE I.

NAME

The name of the nonprofit corporation is Universal Health Services, hereinafter referred to as the “Corporation.”

ARTICLE II.

GOVERNING LAW

The Corporation is incorporated under the provisions of the Alabama Nonprofit Corporation Law (§ 10A-3A-1.01 et seq., Code of Alabama (1975)).

ARTICLE III.

PURPOSES AND POWERS

3.1 Subject to the limitations set out in paragraph 3.2 below, the Corporation is formed as a charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Regulations promulgated thereunder, as they now exist or as they may hereafter be amended from time to time (the “Code and Regulations”), and as a “University Affiliate” within the meaning of Section 16-17A-2(14) of the University Authority Act of 2016 (§ 16-17A-1 et seq., Code of Alabama (1975)) (the “University Authority Act”). Without in any way limiting the foregoing statement of charitable purposes, the Corporation is organized and will be operated for the following purposes:

(a) The Corporation will serve as the entity to establish, develop, promote and/or facilitate patient care and treatment, management services, human services programs, educational programs and other charitable activities, all in promotion and support of the interests and purposes of the health care facilities comprising the UAB St. Vincent's Health System (collectively, the "Health System"). The Corporation and the Health System shall endeavor to (i) expand access to healthcare for poor, vulnerable and rural-based populations, and (ii) provide high quality clinical care, in support of the public health mission of the Health System, the UAB St. Vincent's Health System Authority (the "Authority") and The Board of Trustees of The University of Alabama (the "UA Board").

(b) To establish, maintain, support and stimulate the development of a health care network, including, without limitation, hospitals, clinics and other facilities that provide inpatient or outpatient care, accommodation, diagnosis and treatment to persons suffering from injury, disease or any other condition where medical, surgical, rehabilitative, nursing and associated professional services may be required.

(c) To foster the conduct of such educational and research activities related to rendering care to the sick and injured or the protection of health, as, in the judgment of the board of directors of the Corporation, may be justified by the facilities, personnel, funds or other requirements that are or can be made available.

(d) To foster and/or participate in activities designed and carried on to promote the general health, rehabilitation and social needs of the community.

(e) In connection with the foregoing activities, to solicit, accept, receive, manage and disburse contributions of property, including real property, and income therefrom, and to apply for, accept and expend grants in accordance with their requirements.

(f) To engage in any lawful act or activity for which a corporation may be organized under the Nonprofit Corporation Law, provided that such act or activity is one permitted by an organization exempt under Section 501(c)(3) of the Code and the regulations promulgated thereunder (the "Regulations").

3.2 The Corporation shall be subject to the following restrictions and limitations, notwithstanding any other provisions of these Amended and Restated Articles of Incorporation (these "Amended Articles"):

(a) The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt under Section 501(c)(3) of the Code and the

Regulations, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and the Regulations.

(b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and no activities of the Corporation shall be participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) No part of the net earnings of the Corporation shall inure to the benefit of any private person, director, or officer of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes).

3.3 Upon the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no private person, director, or officer shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used and distributed exclusively to the Member, the Authority or the UA Board to be used exclusively for public purposes and within the intendment of Section 501(c)(3) of the Code and the Regulations.

ARTICLE IV.

MEMBERS

The Corporation shall have one (1) member. The sole member of the Corporation shall be St. Vincent's Health System, an Alabama nonprofit corporation and University Affiliate under the University Authority Act (d/b/a "UAB St. Vincent's Health System") (the "Member").

ARTICLE V.

INTERNAL AFFAIRS

The following provisions for the regulation of the business and for the conduct of the affairs of the Corporation and the directors thereof are hereby adopted:

5.1 The Authority shall have the right to appoint the board of directors of the Corporation as set forth in the bylaws of the Corporation (the "Bylaws"), subject to the approval of the UA Board. The Authority or the UA Board may remove any director at any time, with or without cause.

5.2 The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Authority, except to the extent otherwise provided in the Bylaws, which

power may be exercised in the manner and to the extent provided in the Bylaws. The Bylaws may contain any provisions for the regulation and conduct of the affairs of the Corporation and the directors not inconsistent with the Nonprofit Corporation Law, the University Authority Act or these Amended Articles.

5.3 All corporate powers and duties imposed on the board of directors by the Nonprofit Corporation Law, the University Authority Act on University Affiliates, these Amended Articles, or the bylaws of the Corporation, and the business and affairs of the Corporation (the "Powers and Duties"), shall be exercised by or under the authority of, and managed under the direction of, the board of directors of the Corporation; provided, however, that pursuant to Section 10A-3A-8.01 of the Nonprofit Corporation Law, the board of directors may confer any Powers and Duties on such other person or persons as the board of directors determines in its sole discretion to be in the best interests of the Corporation. The appointment of the president or chief executive officer (or both) of the Corporation shall be subject to the approval of the UA Board. Directors shall be elected in the manner provided in the bylaws. The number of directors of the Corporation shall be fixed from time to time by the bylaws.

5.4 In amplification and not in limitation of the provisions of applicable law:

(a) Pursuant to Sections 10A-20-16.01 et seq., and 6-5-336 of the Code of Alabama (1975), as amended, and the Volunteer Protection Act of 1997, 42 U.S.C. § 14501 et seq., as amended, all non-compensated directors, trustees, members of governing bodies, officers and other eligible volunteers of the Corporation shall be immune from suit and shall not be subject to civil liability arising from the conduct of the affairs of the Corporation except when the act or omission of such person that gives rise to the cause of action amounts to willful or wanton misconduct or fraud or gross negligence.

(b) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative, including appeals (other than an action by or in the right of the Corporation), by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such claim, action, suit or proceeding, unless he or she acted intentionally or willfully against the best interests of the Corporation. The termination of any claim, action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person acted intentionally or willfully in a manner that was opposed to the best interests of the Corporation.

(c) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation and except that no indemnification shall be made with respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for intentional or willful misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(d) Any indemnification under subsections (b) and (c) (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in subsections (b) and (c). Such determination shall be made (1) by the Board of Directors by a majority vote of the directors who were not parties to, or who have been wholly successful on the merits or otherwise with respect to, such claim, action, suit or proceeding, or (2) if a majority of disinterested directors so directs, by independent legal counsel in a written opinion.

(e) Expenses (including attorneys' fees) incurred in defending a civil or criminal claim, action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such claim, action, suit or proceeding upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount if and to the extent that it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this Section. Such undertaking shall be an unlimited, unsecured general obligation of the officer of the Corporation and shall be accepted without reference to his ability to make repayment.

(f) The indemnification authorized by this Section shall not be deemed exclusive of and shall be in addition to any other rights to which those indemnified may be entitled under any statute, rule of law, provision of certificate of formation, bylaws, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person. No amendment, modification, or repeal of this Section shall diminish the right to

indemnification with respect to any claim, cause, or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal.

(g) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Section.

5.5 The Corporation reserves the right from time to time to amend, alter or repeal each and every provision contained in these Amended Articles, or to add one or more additional provisions, upon a vote as required by the Bylaws.

5.6. These Amended and Restated Articles of Incorporation consolidate all amendments to the original Articles of Incorporation in a single document.

5.7. The amendments included in these Amended and Restated Articles of Incorporation were adopted on November 7, 2025 in accordance with Sections 10A-3A-9.03 and 10A-3A-9.04 of the Nonprofit Corporation Law.

5.8. The entity identification number assigned to the nonprofit corporation by the Alabama Secretary of State is 000-806-475.

ARTICLE VI.

CONFIRMATION OF INSTRUMENTALITY STATUS

In order to confirm the Corporation's status as an instrumentality of the Authority for purposes of Section 115 of the Internal Revenue Code, as amended, the Corporation acknowledges, represents and confirms that:

(a) The Corporation will act as a University Affiliate in accordance with the University Authority Act, to assist the Member in carrying out the public health mission of the Authority and the UA Board. See Section 3.1 of these Amended Articles.

(b) All of the board of directors of the Corporation must be appointed by the Authority, subject to approval of the UA Board, and any director may be removed by the Authority or the UA Board at any time. See Section 5.1 of these Amended Articles.

(c) The appointment of the officers serving as president and/or chief executive officer of the Corporation must be approved by the Authority. See the Bylaws of the Corporation.

(d) The Authority's approval is required for the Corporation to (a) take major corporate action, (b) adopt or change annual or operational budgets, and (c) to take actions that would cause the Corporation to vary significantly from adopted budgets. See the Bylaws of the Corporation.

(e) Upon dissolution, all of the Corporation's assets must be distributed to the Member, the Authority or the UA Board to be used exclusively for public purposes. See Section 3.3 of these Amended Articles.

[Signatures of officers on following page]

IN WITNESS WHEREOF, the undersigned president and secretary of Universal Health Services execute these Amended and Restated Articles of Incorporation on this ____ day of November, 2025.

By: _____

Name: _____

Its: President

By: _____

Name: _____

Its: Secretary

This instrument prepared by:

Dorothy D. Pak
University of Alabama System
701 19th Street South, Suite 800
Birmingham, AL 35233
(205) 934-3474

EXHIBIT D

Company Amended and Restated Articles

[See attached.]

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
SETON PROPERTY CORPORATION OF NORTH ALABAMA**

In accordance with applicable provisions of the Alabama Nonprofit Corporation Law (Section 10A-3A-1.01 et seq., Code of Alabama (1975)) (the “Nonprofit Corporation Law”), the undersigned nonprofit corporation hereby executes these Amended and Restated Articles of Incorporation, and hereby certifies that such Amended and Restated Articles of Incorporation have been duly adopted as required by the Nonprofit Corporation Law.

1. The name of the nonprofit corporation is Seton Property Corporation of North Alabama.

2. The text of the Amended and Restated Articles of Incorporation of the nonprofit corporation is as follows:

ARTICLE I.

NAME

The name of the nonprofit corporation is Seton Property Corporation of North Alabama, hereinafter referred to as the “Corporation.”

ARTICLE II.

GOVERNING LAW

The Corporation is incorporated under the provisions of the Alabama Nonprofit Corporation Law (§ 10A-3A-1.01 et seq., Code of Alabama (1975)).

ARTICLE III.

PURPOSES AND POWERS

3.1 Subject to the limitations set out in paragraph 3.2 below, the Corporation is formed as a charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Regulations promulgated thereunder, as they now exist or as they may hereafter be amended from time to time (the “Code and Regulations”), and as a “University Affiliate” within the meaning of Section 16-17A-2(14) of the University Authority Act of 2016 (§ 16-17A-1 et seq., Code of Alabama (1975)) (the “University Authority Act”). Without in any way limiting the foregoing statement of charitable purposes, the Corporation is organized and will be operated for the following purposes:

(a) The Corporation will serve as the entity to establish, develop, sponsor, promote and/or conduct educational programs, scientific research, treatment and rehabilitation programs, management services, human services programs and other charitable activities, all in promotion and support of the interests and purposes of the

health care facilities comprising the UAB St. Vincent's Health System (collectively, the "Health System"). The Corporation and the Health System shall endeavor to (i) expand access to healthcare for poor, vulnerable and rural-based populations, and (ii) provide high quality clinical care, in support of the public health mission of the Member, the UAB St. Vincent's Health System Authority (the "Authority") and The Board of Trustees of The University of Alabama (the "UA Board").

(b) To establish, maintain, support and stimulate the development of a health care network, including, without limitation, hospitals, clinics and other facilities that provide inpatient or outpatient care, accommodation, diagnosis and treatment to persons suffering from injury, disease or any other condition where medical, surgical, rehabilitative, nursing and associated professional services may be required.

(c) To foster the conduct of such educational and research activities related to rendering care to the sick and injured or the protection of health, as, in the judgment of the board of directors of the Corporation, may be justified by the facilities, personnel, funds or other requirements that are or can be made available.

(d) To foster and/or participate in activities designed and carried on to promote the general health, rehabilitation and social needs of the community.

(e) In connection with the foregoing activities, to solicit, accept, receive, manage and disburse contributions of property, including real property, and income therefrom, and to apply for, accept and expend grants in accordance with their requirements.

(f) To engage in any lawful act or activity for which a corporation may be organized under the Nonprofit Corporation Law, provided that such act or activity is one permitted by an organization exempt under Section 501(c)(3) of the Code and the regulations promulgated thereunder (the "Regulations").

3.2 The Corporation shall be subject to the following restrictions and limitations, notwithstanding any other provisions of these Amended and Restated Articles of Incorporation (these "Amended Articles"):

(a) The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt under Section 501(c)(3) of the Code and the Regulations, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and the Regulations.

(b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and no activities of the Corporation shall be participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) No part of the net earnings of the Corporation shall inure to the benefit of any private person, director, or officer of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes).

3.3 Upon the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no private person, director, or officer shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used and distributed exclusively to the Member, the Authority or the UA Board to be used exclusively for public purposes and within the intendment of Section 501(c)(3) of the Code and the Regulations.

ARTICLE IV.

MEMBERS

The Corporation shall have one (1) member. The sole member of the Corporation shall be St. Vincent's Health System, an Alabama nonprofit corporation and University Affiliate under the University Authority Act (d/b/a "UAB St. Vincent's Health System") (the "Member").

ARTICLE V.

INTERNAL AFFAIRS

The following provisions for the regulation of the business and for the conduct of the affairs of the Corporation and the directors thereof are hereby adopted:

5.1 The Authority shall have the right to appoint the board of directors of the Corporation as set forth in the bylaws of the Corporation (the "Bylaws"), subject to the approval of the UA Board. The Authority or the UA Board may remove any director at any time, with or without cause.

5.2 The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Authority, except to the extent otherwise provided in the Bylaws, which power may be exercised in the manner and to the extent provided in the Bylaws. The Bylaws may contain any provisions for the regulation and conduct of the affairs of the Corporation and the directors not inconsistent with the Nonprofit Corporation Law, the University Authority Act or these Amended Articles.

5.3 All corporate powers and duties imposed on the board of directors by the Nonprofit Corporation Law, the University Authority Act on University Affiliates, these Amended Articles, or the bylaws of the Corporation, and the business and affairs of the Corporation (the "Powers and Duties"), shall be exercised by or under the authority of, and managed under the direction of, the board of directors of the Corporation; provided, however, that pursuant to Section 10A-3A-8.01 of the Nonprofit Corporation Law, the board of directors may confer any Powers and Duties on such other person or persons as the board of directors determines in its sole discretion to be in the best interests of the Corporation. The appointment of the president or chief executive officer (or both) of the Corporation shall be subject to the approval of the UA Board. Directors shall be elected in the manner provided in the bylaws. The number of directors of the Corporation shall be fixed from time to time by the bylaws.

5.4 In amplification and not in limitation of the provisions of applicable law:

(a) Pursuant to Sections 10A-20-16.01 et seq., and 6-5-336 of the Code of Alabama (1975), as amended, and the Volunteer Protection Act of 1997, 42 U.S.C. § 14501 et seq., as amended, all non-compensated directors, trustees, members of governing bodies, officers and other eligible volunteers of the Corporation shall be immune from suit and shall not be subject to civil liability arising from the conduct of the affairs of the Corporation except when the act or omission of such person that gives rise to the cause of action amounts to willful or wanton misconduct or fraud or gross negligence.

(b) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative, including appeals (other than an action by or in the right of the Corporation), by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such claim, action, suit or proceeding, unless he or she acted intentionally or willfully against the best interests of the Corporation. The termination of any claim, action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person acted intentionally or willfully in a manner that was opposed to the best interests of the Corporation.

(c) The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation,

or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation and except that no indemnification shall be made with respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for intentional or willful misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(d) Any indemnification under subsections (b) and (c) (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in subsections (b) and (c). Such determination shall be made (1) by the Board of Directors by a majority vote of the directors who were not parties to, or who have been wholly successful on the merits or otherwise with respect to, such claim, action, suit or proceeding, or (2) if a majority of disinterested directors so directs, by independent legal counsel in a written opinion.

(e) Expenses (including attorneys' fees) incurred in defending a civil or criminal claim, action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such claim, action, suit or proceeding upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount if and to the extent that it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this Section. Such undertaking shall be an unlimited, unsecured general obligation of the officer of the Corporation and shall be accepted without reference to his ability to make repayment.

(f) The indemnification authorized by this Section shall not be deemed exclusive of and shall be in addition to any other rights to which those indemnified may be entitled under any statute, rule of law, provision of certificate of formation, bylaws, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person. No amendment, modification, or repeal of this Section shall diminish the right to indemnification with respect to any claim, cause, or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal.

(g) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Section.

5.5 The Corporation reserves the right from time to time to amend, alter or repeal each and every provision contained in these Amended Articles, or to add one or more additional provisions, upon a vote as required by the Bylaws.

5.6. These Amended and Restated Articles of Incorporation consolidate all amendments to the original Articles of Incorporation in a single document.

5.7. The amendments included in these Amended and Restated Articles of Incorporation were adopted on November 7, 2025 in accordance with Sections 10A-3A-9.03 and 10A-3A-9.04 of the Nonprofit Corporation Law.

5.8. The entity identification number assigned to the nonprofit corporation by the Alabama Secretary of State is 000-791-537.

ARTICLE VI.

CONFIRMATION OF INSTRUMENTALITY STATUS

In order to confirm the Corporation's status as an instrumentality of the Authority for purposes of Section 115 of the Internal Revenue Code, as amended, the Corporation acknowledges, represents and confirms that:

(a) The Corporation will act as a University Affiliate in accordance with the University Authority Act, to assist the Member in carrying out the public health mission of the Authority and the UA Board. See Section 3.1 of these Amended Articles.

(b) All of the board of directors of the Corporation must be appointed by the Authority, subject to approval of the UA Board, and any director may be removed by the Authority or the UA Board at any time. See Section 5.1 of these Amended Articles.

(c) The appointment of the officers serving as president and/or chief executive officer of the Corporation must be approved by the Authority. See the Bylaws of the Corporation.

(d) The Authority's approval is required for the Corporation to (a) take major corporate action, (b) adopt or change annual or operational budgets, and (c) to take actions that would cause the Corporation to vary significantly from adopted budgets. See the Bylaws of the Corporation.

(e) Upon dissolution, all of the Corporation's assets must be distributed to the Member, the Authority or the UA Board to be used exclusively for public purposes. See Section 3.3 of these Amended Articles.

[Signatures of officers on following page]

IN WITNESS WHEREOF, the undersigned president and secretary of Seton Property Corporation of North Alabama execute these Amended and Restated Articles of Incorporation on this ____ day of November, 2025.

By: _____

Name: _____

Its: President

By: _____

Name: _____

Its: Secretary

This instrument prepared by:

Dorothy D. Pak
University of Alabama System
701 19th Street South, Suite 800
Birmingham, AL 35233
(205) 934-3474

EXHIBIT E

Group Amended and Restated Certificate

[See attached.]

**AMENDED AND RESTATED
CERTIFICATE OF FORMATION OF
VINCENTIAN PHYSICIAN SERVICES, LLC**

In accordance with applicable provisions of the Alabama Limited Liability Company Law of 2014 (Section 10A-5A-1.01 et seq., Code of Alabama (1975)) (the “Law”), the undersigned limited liability company hereby executes this Amended and Restated Certificate of Formation, and hereby certifies that such Amended and Restated Certificate of Formation has been duly adopted as required by the Law.

1. The name of the limited liability company is Vincentian Physician Services, LLC.
2. The text of the Amended and Restated Certificate of Formation of the limited liability company is as follows:

**ARTICLE I.
NAME**

The name of the limited liability company is Vincentian Physician Services, LLC, hereinafter referred to as the “Company.”

**ARTICLE II.
GOVERNING LAW**

The Company is organized under the provisions of the Alabama Limited Liability Company Law (§ 10A-5A-1.01 et seq., Code of Alabama (1975)).

**ARTICLE III.
PURPOSES AND POWERS**

3.1 Subject to the limitations set out in paragraph 3.2 below, the Company is formed as a charitable organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Regulations promulgated thereunder, as they now exist or as they may hereafter be amended from time to time (the “Code and Regulations”), and as a “University Affiliate” within the meaning of Section 16-17A-2(14) of the University Authority Act of 2016 (§ 16-17A-1 et seq., Code of Alabama (1975)) (the “University Authority Act”). Without in any way limiting the foregoing statement of charitable purposes, the Company is organized and will be operated for the following purposes:

- (a) The Company will serve as the entity to establish, develop, promote and/or facilitate patient care and treatment, management services, human services programs, educational programs and other charitable activities, all in promotion and support of the interests and purposes of the health care facilities comprising the UAB St. Vincent’s Health System (collectively, the “Health System”). The Company and the

Health System shall endeavor to (i) expand access to healthcare for poor, vulnerable and rural-based populations, and (ii) provide high quality clinical care, in support of the public health mission of the Member, the UAB St. Vincent's Health System Authority (the "Authority") and The Board of Trustees of The University of Alabama (the "UA Board").

(b) To establish, maintain, support and stimulate the development of a health care network, including, without limitation, hospitals, clinics and other facilities that provide inpatient or outpatient care, accommodation, diagnosis and treatment to persons suffering from injury, disease or any other condition where medical, surgical, rehabilitative, nursing and associated professional services may be required.

(c) To foster the conduct of such educational and research activities related to rendering care to the sick and injured or the protection of health, as, in the judgment of the board of directors of the Company, may be justified by the facilities, personnel, funds or other requirements that are or can be made available.

(d) To foster and/or participate in activities designed and carried on to promote the general health, rehabilitation and social needs of the community.

(e) In connection with the foregoing activities, to solicit, accept, receive, manage and disburse contributions of property, including real property, and income therefrom, and to apply for, accept and expend grants in accordance with their requirements.

(f) To engage in any lawful act or activity for which a company may be organized under the Law, provided that such act or activity is one permitted by an organization exempt under Section 501(c)(3) of the Code and the regulations promulgated thereunder (the "Regulations").

3.2 The Company shall be subject to the following restrictions and limitations, notwithstanding any other provisions of this Amended and Restated Certificate of Formation (the "Amended Certificate"):

(a) The Company shall not carry on any activities not permitted to be carried on by an organization exempt under Section 501(c)(3) of the Code and the Regulations, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and the Regulations.

(b) No substantial part of the activities of the Company shall be carrying on propaganda, or otherwise attempting to influence legislation, and no activities of the Company shall be participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) No part of the net earnings of the Company shall inure to the benefit of any private person, director, or officer of the Company, or any other private individual (except that

reasonable compensation may be paid for services rendered to or for the Company affecting one or more of its purposes).

3.3 Upon the liquidation or dissolution of the Company, whether voluntary or involuntary, no private person, director, or officer shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Company from any source, after the payment of all debts and obligations of the Company, shall be used and distributed exclusively to the Member, the Authority or the UA Board to be used exclusively for public purposes and within the intendment of Section 501(c)(3) of the Code and the Regulations.

ARTICLE IV. MEMBERS

The Company shall have one (1) member. The sole member of the Company shall be St. Vincent's Health System, an Alabama nonprofit corporation and University Affiliate under the University Authority Act (d/b/a UAB St. Vincent's Health System) (the "Member").

ARTICLE V. INTERNAL AFFAIRS

The following provisions for the regulation of the business and for the conduct of the affairs of the Company and the directors thereof are hereby adopted:

5.1 The Authority shall have the right to appoint the board of directors of the Company as set forth in the operating agreement of the Company (the "Operating Agreement"), subject to the approval of the UA Board. The Authority or the UA Board may remove any director at any time, with or without cause.

5.2 The power to alter, amend or repeal the Operating Agreement or adopt a new Operating Agreement shall be vested in the Authority, except to the extent otherwise provided in the Operating Agreement, which power may be exercised in the manner and to the extent provided in the Operating Agreement. The Operating Agreement may contain any provisions for the regulation and conduct of the affairs of the Company and the directors not inconsistent with the Law, the University Authority Act or this Amended Certificate.

5.3 All corporate powers and duties imposed on the board of directors by the Law, the University Authority Act on University Affiliates, this Amended Certificate, or the Operating Agreement of the Company, and the business and affairs of the Company (the "Powers and Duties"), shall be exercised by or under the authority of, and managed under the direction of, the board of directors of the Company; provided, however, that pursuant to the Operating Agreement, the board of directors may confer any Powers and Duties on such other person or persons as the board of directors determines in its sole discretion to be in the best interests of the Company. The appointment of the president or chief executive officer (or both) of the Company shall be subject to the approval of the UA Board. Directors shall be elected in the manner provided in the

Operating Agreement. The number of directors of the Company shall be fixed from time to time by the Operating Agreement.

5.4 In amplification and not in limitation of the provisions of applicable law:

(a) Pursuant to Sections 10A-20-16.01 et seq., and 6-5-336 of the Code of Alabama (1975), as amended, and the Volunteer Protection Act of 1997, 42 U.S.C. § 14501 et seq., as amended, all non-compensated directors, trustees, members of governing bodies, officers and other eligible volunteers of the Company shall be immune from suit and shall not be subject to civil liability arising from the conduct of the affairs of the Company except when the act or omission of such person that gives rise to the cause of action amounts to willful or wanton misconduct or fraud or gross negligence.

(b) The Company shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative, including appeals (other than an action by or in the right of the Company), by reason of the fact that he or she is or was a director, officer, employee or agent of the Company, or is or was serving at the request of the Company as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such claim, action, suit or proceeding, unless he or she acted intentionally or willfully against the best interests of the Company. The termination of any claim, action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person acted intentionally or willfully in a manner that was opposed to the best interests of the Company.

(c) The Company shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action or suit by or in the right of the Company to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee or agent of the Company, or is or was serving at the request of the Company as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Company and except that no indemnification shall be made with respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for intentional or willful misconduct in the performance of his or her duty to the Company unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(d) Any indemnification under subsections (b) and (c) (unless ordered by a court) shall be made by the Company only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances

because he or she has met the applicable standard of conduct set forth in subsections (b) and (c). Such determination shall be made (1) by the Board of Directors by a majority vote of the directors who were not parties to, or who have been wholly successful on the merits or otherwise with respect to, such claim, action, suit or proceeding, or (2) if a majority of disinterested directors so directs, by independent legal counsel in a written opinion.

(e) Expenses (including attorneys' fees) incurred in defending a civil or criminal claim, action, suit or proceeding may be paid by the Company in advance of the final disposition of such claim, action, suit or proceeding upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount if and to the extent that it shall ultimately be determined that he or she is not entitled to be indemnified by the Company as authorized in this Section. Such undertaking shall be an unlimited, unsecured general obligation of the officer of the Company and shall be accepted without reference to his ability to make repayment.

(f) The indemnification authorized by this Section shall not be deemed exclusive of and shall be in addition to any other rights to which those indemnified may be entitled under any statute, rule of law, provision of certificate of formation, bylaws, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person. No amendment, modification, or repeal of this Section shall diminish the right to indemnification with respect to any claim, cause, or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal.

(g) The Company shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Company, or is or was serving at the request of the Company as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Company would have the power to indemnify him or her against such liability under the provisions of this Section.

5.5 The Company reserves the right from time to time to amend, alter or repeal each and every provision contained in this Amended Certificate, or to add one or more additional provisions, upon a vote as required by the Operating Agreement.

5.6 This Amended and Restated Certificate of Formation consolidates all amendments to the original Certificate of Formation in a single document.

5.7 The amendments included in this Amended and Restated Certificate of Formation were adopted on November 7, 2025 in accordance with Section 10A-5A-2.02 of the Law.

5.8 The entity identification number assigned to the limited liability company by the Alabama Secretary of State is 000-002-966.

**ARTICLE VI.
CONFIRMATION OF INSTRUMENTALITY STATUS**

In order to confirm the Company's status as an instrumentality of the Authority for purposes of Section 115 of the Internal Revenue Code, as amended, the Company acknowledges, represents and confirms that:

(a) The Company will act as a University Affiliate in accordance with the University Authority Act, to assist the Member in carrying out the public health mission of the Authority and the UA Board. See Section 3.1 of this Amended Certificate.

(b) All of the board of directors of the Company must be appointed by the Authority, subject to approval of the UA Board, and any director may be removed by the Authority or the UA Board at any time. See Section 5.1 of this Amended Certificate.

(c) The appointment of the officers serving as president and/or chief executive officer of the Company must be approved by the Authority. See the Operating Agreement of the Company.

(d) The Authority's approval is required for the Company to (a) take major corporate action, (b) adopt or change annual or operational budgets, and (c) to take actions that would cause the Company to vary significantly from adopted budgets. See the Operating Agreement of the Company.

(e) Upon dissolution, all of the Company's assets must be distributed to the Member, the Authority or the UA Board to be used exclusively for public purposes. See Section 3.3 of this Amended Certificate.

[Signatures of officers on following page]

IN WITNESS WHEREOF, the undersigned president and secretary of Vincentian Physician Services, LLC execute this Amended and Restated Certificate of Formation on this ____ day of November, 2025.

By: _____

Name: Dawn Bulgarella

Its: President

By: _____

Name: Susan Jennings

Its: Secretary

This instrument prepared by:

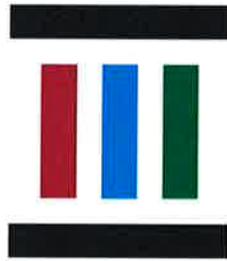
This instrument prepared by:

Dorothy D. Pak
University of Alabama System
500 22nd Street South, Suite 504
Birmingham, AL 35233
(205) 934-3474

ADMINISTRATIVE REPORT

A DIGEST OF CURRENT INFORMATION

PREPARED FOR THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA



University of Alabama System®

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**NOVEMBER 7, 2025
TUSCALOOSA, ALABAMA**

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STUDENT/FACULTY ACHIEVEMENTS

SHAKESPEARE ASSOCIATION OF AMERICA HAS A NEW HOME AT UA

Dr. Tricia McElroy, associate professor in the department of English, is the new executive director of the nation's largest and most prominent professional organization devoted to the study of Shakespeare. With her appointment, the Shakespeare Association of America will move its headquarters to The University of Alabama. Hosting the home offices of the SAA increases UA's visibility in early modern studies disciplines and offers UA students networking opportunities. As executive director, McElroy will manage the day-to-day operations of the SAA and coordinate all aspects of its annual conference, which hosts about 1,000 attendees each year for panel discussions and seminars on Shakespeare's life and culture.

UA STUDENTS UNEARTHED CAMPUS HISTORY

Students in the anthropology department were given a rare opportunity to dig deep into hands-on learning to excavate a small corner of campus. During the installation of a new lamp post at the southeastern corner of the Gorgas House lawn, workers uncovered large chunks of pale gray stone. The campus development department contacted Dr. Matthew Gage, director of UA's Office of Archaeological Research. He recognized the stone as part of a building foundation from the original campus, which was largely burned in 1865. The site is the first on-campus archaeological field school since 1990.

UAB STUDENTS WIN FIRST PLACE IN CYBERSECURITY DIVISION OF A NATIONAL HACKATHON

Two UAB computer science students, Hunter Forsythe and Williams Beaumont, competed against hundreds in the cybersecurity division of the Summer Open and brought home first place. They designed a security dashboard that allows companies to test the cybersecurity knowledge of their employees and provide appropriate training when they did not meet the required standards. Both are students in UAB's top-ranked Master of Science in Cybersecurity program and members of the CyberCorps Scholarship for Service program, funded by the NSF.

ALABAMA CONFERENCE OF THEATRE HONORS ACHIEVEMENTS OF TWO UAB PROFESSORS

Two longtime UAB Theatre educators have been selected for honors by the Alabama Conference of Theatre. The ACT presented awards to Professor Kelly Allison and Professor Dennis McLernon, who recently retired, at its annual state summit Aug. 23 at Spain Park High School. Allison was honored with the ACT Hall of Fame Award for Pioneers in Alabama Theatre. McLernon was honored with the Dorothy Schwartz Outstanding Educator Award.

UAB AWARDED STAR CHAPTER STATUS FROM PRSSA

The UAB chapter of the Public Relations Council of Alabama/Public Relations Student Society of America has

been awarded STAR Chapter status by the Public Relations Student Society of America. The PRCA/PRSSA at UAB chapter is a registered student organization and an extension of the academic public relations program in the College of Arts and Sciences' Department of Communication Studies. Students are provided with professional development and networking opportunities, including membership to both PRCA and PRSSA. This is the seventh year the UAB chapter has received this national recognition.

TWO FACULTY MEMBERS SECURE GRANTS TOTALING NEARLY \$2.7 MILLION

Sylvie Mrug, Ph.D., and Maria Hopkins, Ph.D., have been awarded grants from the Health Resources and Services Administration, marking a historic milestone as the first recipients of HRSA funding within UAB's College of Arts and Sciences. With the funding, three cohorts of five students will learn skills needed to provide mental health services in underserved communities. The program will offer rigorous didactic and experiential training in areas of substance use disorders, trauma-focused approaches, behavioral disorders in youth, interprofessional skills and telehealth.

LIM RECEIVES AWARD FROM THE ACADEMY OF CRIMINAL JUSTICE SCIENCES

Hyeyoung Lim, Ph.D., professor in the J. Frank Barefield, Jr. Department of Criminal Justice, has received the Outstanding Contribution award from the Cybercrime, Terrorism and Security Studies section of the Academy of Criminal Justice Sciences. The Outstanding Contribution award recognizes individuals who have made

impactful contributions as mentors and leaders in the crime and prevention section and was presented during the section business meeting at the ACJS annual meeting in Denver, Colorado. Lim hopes to contribute meaningfully to the fields of crime prevention and public safety research.

UAH ATHLETICS EARNS TWO NATIONAL PLAYER OF THE WEEK HONORS DURING THE EARLY FALL SEASON

For the first time in program history, UAH women's soccer and UAH men's cross country each had an individual earn Division II National Player of the Week honors. Cece Szopa from women's soccer received the award after posting two clean sheets during the opening week of conference play, including a victory against Lee University for the team's first win over the Flames since 2000. Men's cross country runner Ahmed Ibrahim, competed in his first race as a Charger and posted the ninth-best time in school history on his way to earning national runner of the week honors.

DR. JENNIFER BAIL SELECTED FOR PRESTIGIOUS NATIONAL LEAGUE FOR NURSING STRATEGIC ACTION GROUP

Jennifer Bail, PhD, RN, CNE, was competitively chosen to serve on the National League for Nursing (NLN) Outcomes and Competencies for Graduates of Nursing Programs Strategic Action Group (SAG). This notable appointment placed Dr. Bail among a select group of 18 nursing education leaders, chosen from over 300 applicants nationwide. Dr. Bail's appointment highlighted her leadership in nursing education and her dedication to

promoting excellence in academic nursing nationwide.

**DR. ELIZABETH BARNBY
AWARDED TYROSINEMIA HERO
AWARD**

The Tyrosinemia Hero Award is a special campaign launched by the Network of Tyrosinemia Advocates in 2024. Dr. Elizabeth Barnby was selected for this award because she has dedicated her life to researching, treating, and

actively seeking better options for patients with Tyrosinemia. Tyrosinemia is a rare inherited metabolic disorder in which the body cannot properly break down the amino acid tyrosine. This leads to the buildup of toxic substances in the liver, kidneys, and other organs.

ADVANCES IN RESEARCH

NIH RENEWS \$5.75 MILLION AGING RESEARCH FUNDING FOR UAB

The NIH has renewed a five-year grant for \$5.75 million for the Nathan Shock Center of Excellence in the Basic Biology of Aging at UAB, one of only eight such centers in the nation. Co-directors of the center Steven Austad, Ph.D., and Tom Buford, Ph.D., are excited about this grant's renewal because it will position the United States as a key player in potentially changing how people think about "later life." The Nathan Shock Center offers specialized services for aging research, as well as providing pilot grants for researchers to develop projects that support key discoveries in aging biology.

UAB HELPS LAUNCH NIH-FUNDED CENTER TO ADVANCE AGING RESEARCH

UAB has joined two other universities to launch the Southern Population Aging Research Center supported by the National Institute on Aging. SPARC is a first-of-its-kind collaboration focused on strengthening aging research infrastructure in the South, where older adults face higher rates of chronic disease and limited access to care. Mieke Thomeer McBride, Ph.D., is one of the center's co-directors, and David Warner, Ph.D., is a co-lead of the Program Development Core of SPARC.

SARS-COV-2 DRIVES LUNG FOAM CELL FORMATION LINKED TO LONG-COVID DAMAGE, STUDY FINDS

Approximately 15 million to 20 million Americans have acquired COVID-19 experience persistent symptoms lasting over three months, known as long COVID. Respiratory symptoms of long COVID include breathlessness, coughing, and chest pain or tightening.

A multi-institutional study led by researchers at UAB has revealed a previously underappreciated mechanism by which SARS-CoV-2 infection contributes to long-term lung damage. The study, published in *Nature Microbiology*, demonstrates that SARS-CoV-2 uniquely induces the formation of foam cells — lipid-laden macrophages with pro-fibrotic and pro-thrombotic properties — in human lung tissue.

UAB PROFESSOR'S INVENTION BECOMES AN INTERNATIONAL STANDARD IN CYBERSECURITY

Sharing sensitive information can be tricky in a digital world, with the possibility of its spreading online without consent. To mitigate this, Yuliang Zheng, Ph.D., chair of the Department of Computer Science at UAB, came up with a solution 25 years ago: redactable digital signatures. Now, the invention is the ultimate sign of technical authority: It was published as an International Standard in cybersecurity by the International Organization for Standardization.

**NEWLY AWARDED GRANT
EXAMINES
GENETIC RISK OF HIGH BLOOD
PRESSURE
IN YOUNG AND MIDDLE-AGED
ADULTS**

Pankaj Arora, M.D., associate professor of medicine in the Division of Cardiovascular Disease and director of the UAB Cardiovascular Genetics Clinic, was awarded a \$3.7 million grant from National Heart, Lung, and Blood Institute to study how sharing personalized genetic information may help young and middle-aged adults with high blood pressure take better control of their health. The five-year clinical trial is the first of its kind in the United States to test whether showing patients their genetic risk for high blood pressure can lead to better blood pressure control, improved diet and exercise, and more heart-healthy behaviors. The study will be led by Pankaj Arora, M.D., associate professor of medicine and director of the UAB Cardiovascular Genetics Clinic.

**UAB RESEARCHER AWARDED
\$3.5 MILLION
TO STUDY PTSD SUSCEPTIBILITY
IN WOMEN**

Women are twice as likely as men to be diagnosed with post-traumatic stress disorder and to have higher rates of anxiety and depression compared to men with PTSD. Elizabeth Lucas Ph.D., assistant professor in the UAB Marnix E. Heersink School of Medicine, Department of Psychiatry and Behavioral Neurobiology, recently received a \$3.5 million grant to study PTSD.

**RESEARCH OFFERS STRATEGIES
FOR
REINTRODUCING
INCARCERATED
INDIVIDUALS INTO THE
WORKFORCE**

A new multidisciplinary study led by C. Allen Gorman, Ph.D., professor of management at the UAB Collat School of Business, was published in the Journal of Vocational Behavior and offers a comprehensive framework for improving employment outcomes for formerly incarcerated individuals, referred to as FIIs. Gorman's team of faculty and students provided practical strategies to make reentry of FIIs more accessible and feasible at all five stages: recruitment, selection, onboarding, development and retention.

**NON-INVASIVE
NEUROMODULATION
BOOSTS PHYSICAL THERAPY**

Alex Evancho, DPT, a licensed physical therapist and Ph.D. candidate at UAB, is leading non-invasive neuromodulation, a technique that uses gentle electrical stimulation to influence brain and nerve activity. This non-pharmaceutical, non-surgical option is gaining momentum as a powerful tool to improve physical therapy outcomes for patients with chronic conditions. Researchers and clinicians are exploring how small, wearable devices, similar in size to an earbud, can enhance physical therapy for individuals with neurological injury or disease.

UAB STUDY SHOWS WHITE MATTER HYPERINTENSITIES NO LONGER A RELIABLE WAY TO DIAGNOSE MILD TRAUMATIC BRAIN INJURY

A new study published by Manoj Tanwar, M.D., chief of MRI and assistant professor in the Department of Radiology, in the American Journal of Roentgenology shows that the bright spots on brain MRI scans, known as white matter hyperintensities, may not be a reliable way to diagnose mild traumatic brain injury, or mTBI. Prior to this study, white matter hyperintensities were believed to be a biomarker of mTBI and helped physicians guide diagnosis, classification and prognostication of mTBI.

UAB STUDY FINDS ONE DOSE OF PENICILLIN EFFECTIVE

The CDC-recommended treatment for early syphilis is one dose of benzathine penicillin G; but there is debate among clinicians about whether three weekly doses are needed, particularly among persons with HIV. Researchers at UAB have published a study in the New England Journal of Medicine suggesting one dose of BPG is as effective as the three-injection regimen at treating early syphilis. The NIH funded the research.

ORC₂ REGULATION OF HUMAN GENE EXPRESSION SHOWS UNEXPECTED BREADTH AND SCALE

Origin-recognition complex, or ORC, plays an unexpectedly broad role in the regulation of human cell gene expression, according to a study by Anindya Dutta, Ph.D., leader of the study

and chair of UAB Department of Genetics in the journal Cell Reports. This is the first detailed study of how and where ORC regulates epigenetics and gene expression in human cells. The unanticipated scale and breadth of the regulation open new chapters in ORC biology.

NEW ANTIBODY THERAPY SHOWS PROMISE IN REDUCING ZIKA VIRUS IN REPRODUCTIVE TISSUES

A new study from UAB reveals that an antibody originally designed to fight dengue virus may also block the spread of Zika virus in vulnerable areas of the body – including the reproductive organs. The findings, published by microbiologists J. Victor Garcia, Ph.D., and Angela Wahl, Ph.D. in the Journal of Virology, offer new hope in the fight against a virus that has affected more than 80 countries since 2007 and poses serious risks to pregnant women and their babies.

RESEARCH EXAMINES WHY SOME MINDS CANNOT VISUALIZE

For some people, finding comfort by visualizing their “happy place” in their imagination is not an option. This neurological condition is called aphantasia, in which individuals are unable to generate mental images. Rajesh Kana, Ph.D., professor in the UAB College of Arts and Sciences and associate dean for Graduate and Continuing Education, conducted a comprehensive review of 52 existing aphantasia research studies. He found that individuals with aphantasia have a weaker connection between their prefrontal cortex and the visual brain

network, a key difference from those who can experience vivid mental imagery.

FACULTY MEMBER IS RECOGNIZED AMONG WORLD'S TOP SCIENTISTS

Dr. Abdullah Yildizbasi was recently named to the Stanford University–Elsevier World's Top 2% Scientists List in the field of Enabling & Strategic Technologies for the third consecutive year. Dr. Yildizbasi joined the UAH College of Business this fall as a Clinical Associate Professor of Management Science, bringing valuable expertise and scholarly achievement to the college community.

COLLEGE OF SCIENCE FACULTY RECEIVES PRESTIGIOUS DARPA GRANT

Dr. Bramwell Brizendine, Assistant Professor of Computer Science, received the DARPA (Defense Advanced Research Projects Agency) Young Faculty Award (YFA) totaling \$498,842. Brizendine is the first individual in UAH's history to receive this highly prestigious, selective award. The purpose of the DARPA YFA program is to identify and support junior faculty researchers at U.S. academic and nonprofit research institutions, exposing them to national security challenges and DARPA's program development process.

DR. XIAOMIN CHEN RECEIVES AMS AWARD

Dr. Chen, an Assistant Professor in the Department of Atmospheric and Earth Science, recently received the Banner I. Miller Award from the American Meteorological Society, which is one of the highest honors in hurricane science. Dr. Chen earned this award for developing a high-wind boundary-layer parameterization scheme that enhances

the intensity and forecast skill of the National Oceanic and Atmospheric Administration's (NOAA) operational hurricane forecast model, HAFS.

UAH PROFESSOR HELPS LAUNCH IMAP MISSION TO STUDY THE SOLAR SYSTEM'S PROTECTIVE BUBBLE

Dr. Gary P. Zank, Director of the Center for Space Plasma and Aeronomic Research (CSPAR) and Distinguished Professor in the Space Science Department, also serves as a Co-Investigator on NASA's newest space mission, the Interstellar Mapping and Acceleration Probe (IMAP). IMAP successfully launched aboard a SpaceX Falcon 9 rocket from Kennedy Space Center in Florida in September. The spacecraft will travel approximately one million miles from Earth, positioning itself between Earth and the Sun. From there, it will study the "bubble" surrounding our solar system—the heliosphere—shaped by the solar wind and interacting with the interstellar medium, the space between stars. IMAP's goal is to help scientists better understand how particles from the Sun and beyond flow, mix, and accelerate at the edges of our solar system. The findings will enhance our knowledge of how the Sun shields Earth and other planets from harmful cosmic radiation. As part of the mission, Dr. Zank will apply advanced theory and modeling to interpret IMAP's observations, working closely with the international science team to piece together a clearer picture of this mysterious boundary region.

To celebrate the launch, CSPAR partnered with IMAP and the NSF-funded Future Technologies and Enabling Plasma Processes (FTPP) at UAH to host a "Ready for Launch"

community event on campus. Nearly 130 people attended, including 30 K–12 students, who engaged in hands-on activities including plasma demonstrations, solar wind experiments, binary coding, and more. UAH graduate students helped lead the event, demonstrating to younger generations that science and space exploration are for everyone. This launch not only marks a significant advancement in space science but also is a proud moment for UAH and Huntsville, as the community unites to support discoveries that extend far beyond our solar system.

UA SENIOR STUDIED PARKINSON'S IN WORMS WITH NATIONAL FELLOWSHIP

Aidan Meyers, a student in the department of biology and a Blount Scholar, received a Summer Student Fellowship from the Parkinson's Foundation to support research on a gene that appears to be related to Parkinson's Disease. Meyers was one of only twelve students worldwide, including medical students, to receive the grant. Meyers worked with a gene in *C. elegans*, a type of worm that shares several biological pathways with humans, called ABTS-4 and is similar to a human gene named SLC4A2. Both gene versions are related to controlling acidity in cells, especially in the digestive system. He found ABTS-4 helps protect dopamine-producing neurons and that this protective effect happens directly in nerve cells. The fact that the human SLC4A2 gene is found in the intestines could support the growing evidence for a mind-gut connection in Parkinson's disease and suggest new approaches to treatment.

MEET THE SABAN CRAB: UA SCIENTISTS DISCOVERED ANCIENT SPECIES IN ALABAMA

A team led by University of Alabama researchers discovered several ancient crab and shrimp fossils from central Alabama — including one they named after legendary football coach Nick Saban. The crab's official name is *Costacopluma nicksabani*, but it can be called the Saban crab, for short. The Saban crab is the most common crab found in the fossil collection from Lowndes County.

BAMA DINING HAS BEEN TEST SITE FOR ENGINEERING ALUM'S INVENTION

John Podsednik, a 2023 engineering alumnus, started using Bama Dining locations to perfect his low soda monitoring system. Podsednik designed a series of scales placed under syrup boxes to weigh the contents and send a signal to a phone or tablet, alerting operators when stock was running low. Collaboration between Podsednik and Bama Dining helped his system grow closer to where it is today, featuring real-time access for a Coca-Cola representative to monitor inventory levels remotely, operational usage reports and a pager-like device for Bama Dining employees to wear, notifying them when a soda dispenser is running low. It now operates in the Lakeside and Student Center dining halls.

NEWS ABOUT DEVELOPMENT

SportsMed donated \$225,000 to the UAH Athletics Excellence Fund.

Dr. Jatinder N. D. and Dr. Harsh Gupta have given \$116,389.99 as follows: \$10,000 to the Dr. Jatinder N. D. Gupta Graduate Student Excellence Award, \$20,000 to the Dr. Jatinder N. D. Gupta Annual Business Faculty Research Award, \$30,000 to the Dr. Jatinder Gupta Lifetime Achievement Award in Business and \$56,389.99 to the Dr. Jatinder N. D. & Harsh Gupta Faculty Lounge.

Adtran has given \$50,000 to the College of Engineering Building Fund.

An anonymous donor donated \$50,000 to the Dr. Robert J. Polge Memorial Scholarship.

Dr. Ann L. Bianchi has given \$50,000 to the Gulf Scholars Program.

The Bonnie Lee Bolding Charitable Foundation has contributed \$50,000 in support of the Harper-Hipp Scholarship.

The Jane K. Lowe Charitable Foundation gifted \$50,000 for Lowe House maintenance.

L3Harris Foundation has donated \$50,000 as follows: \$15,000 to the Space Hardware Club, \$5,000 to the Aerojet Propulsion Scholarship, \$5,000 to the Alabama Space Grant Consortium Statewide CubeSat Initiative, \$5,000 to the Propulsion Research Center, and \$20,000 to the

College of Engineering Building Fund.

The College of Business received a \$50,000 partnership donation from SAIC for the new UAH College of Business Cloud Center of Excellence. The program will provide students with direct access to cloud-computing education and training to enhance their professional development skills and expand the pipeline of skilled cyber professionals across the defense industrial ecosystem.

Alabama Credit Union has contributed \$25,000 to the Alabama Credit Union Entrepreneurial Professorship.

An anonymous donor has given \$25,000 to the Diana and Leland Sisson Scholarship.

An anonymous donor has given \$25,000 in support of the UAH Last Mile Fund.

Radiance Technologies, Inc. has given \$25,000 in support of the Senator Richard Shelby Endowed Chair in Engineering.

UAB ESTABLISHES THE EVA DUBOVSKY ENDOWED SUPPORT FUND IN RADIOLOGY

Various colleagues, students, friends and family members have given \$75,950 to establish the Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology. This support fund will be used to honor Dr. Dubovsky's legacy and advance

academic, clinical and research efforts in the Department of Radiology within the UAB Heersink School of Medicine.

**UA HAD FOURTH
CONSECUTIVE
RECORD YEAR IN
FUNDRAISING**

The University of Alabama achieved its fourth consecutive record fundraising year, with \$265 million in charitable gifts and pledges recorded for the fiscal year ending Sept. 30. Additionally, on Oct. 17, UA announced the Lee J. Styslinger Jr. College of Engineering in recognition of a \$25 million gift commitment from Catherine Styslinger to honor her late husband.

CONFERENCE/SYMPOSIA/PROGRAMS

INTERNATIONAL NATO DRONE COMPETITION COMES TO UAH

UAH hosted the SAPIENCE Drone Competition, an international Unmanned Aircraft System (UAS) event supported by the NATO Science for Peace and Security Programme. SAPIENCE stands for “Sense & Avoid – A Cooperative Drone Competition,” a project that highlights the use of cutting-edge autonomous drone and AI technologies to survey indoor and outdoor environments during disasters, minimizing human risk and providing first responders with the most effective information. The competition, the second of a three-part international series that started last summer in London, took place on the Huntsville UAS and Counter-UAS Center of Excellence Test Range. The initiative promotes innovation in search and rescue operations through a series of collaborative competitions that assign multiple drones the tasks of effectively navigating and mapping GPS-denied environments, detecting victims, delivering aid, and performing complex cooperative tasks. The program enhances the capabilities of autonomous systems while potentially saving lives and improving safety in critical situations. The competition brought together 25 students and university professors from UAH; City St. George's, University of London in the United Kingdom; Delft University of Technology in the Netherlands; and the University of Klagenfurt in Austria, along with a NATO representative and six judges from

international, national, and local levels.

COLLEGE OF BUSINESS HOSTS INDUSTRY ADVISORY FORUM

The College of Business recently hosted an Industry Advisory Forum, bringing together leaders from various organizations and industries to meet in small groups with faculty and advisors as part of a comprehensive curriculum review. The discussions centered on what graduates need to know and be able to do to contribute to the success of their companies and organizations, especially in an environment where technology and AI are playing an increasingly important role. We sincerely thank our community partners, from advisory board members who helped identify outstanding industry participants to those who spent half a day on campus sharing their expertise and insights to help shape the future of business education at UAH.

ANNUAL ETIQUETTE EVENT IS A LONG-STANDING TRADITION

The College of Business hosted its annual Business Etiquette Day in September. During the professional etiquette breakfast, lunch, and dinner sessions, students gained essential dining and networking skills from a certified business etiquette coach. This long-standing College tradition helps prepare students to succeed in professional settings with confidence and poise. This year's event was highly successful, with strong participation across all sessions.

ANNUAL BUSINESS MATCHMAKER EVENT SUPPORTS LOCAL BUSINESSES

In August, the UAH Small Business Development Center (SBDC) and APEX Accelerator hosted the 17th Annual Business Matchmaker, facilitating nearly 500 one-on-one meetings in just half a day. This signature event connects small businesses with federal agencies and prime contractors, helping participants explore new contracting opportunities and improve their government business readiness. The dedicated SBDC and APEX teams performed outstandingly in supporting Huntsville's local businesses and promoting economic growth.

HOMECOMING WEEK 2025 IS FROM OCT. 12-18

Blazer spirit will take center stage Oct. 12-18 at UAB for Homecoming Week 2025. This year's theme is "Blazers in the Spotlight," and the week's star attractions will include UAB's legendary Gurney Derby, the UAB Homecoming Parade, the Battle for the Bones BBQ Competition and UAB Football vs. Memphis.

UAB HOSTS ARTS BLOCK PARTY

Presented by the UAB Center for the Arts, the Arts Block Party is the biggest community event of the season for UAB's nonprofit arts organizations the Alys Stephens Performing Arts Center, Abrams-Engel Institute for the Visual Arts, ArtPlay Community Education and Arts in Medicine. Endea Owens and The Cookout performed at the party on Friday, Oct. 3.

UAB HOSTS VETERANS DAY 5K

This community event, presented by VIVA Health, is dedicated to honoring those who have served and supporting the next generation of military-connected students. Since the race's launch in 2023, more than \$20,000 has been raised to support student veterans and their dependents. UAB Veterans Services has distributed more than \$9,000 in direct relief to students in need for essentials like housing, books and emergency expenses.

EQUAL ACCESS BIRMINGHAM HOSTS

ANNUAL HEART + SOLE 5K

Returning in person for the first time since the pandemic, UAB's Equal Access Birmingham, which is a free clinic run by medical students and staffed entirely by volunteers, hosted its 10th Annual Heart + Sole 5K on Saturday, Oct. 11, at Railroad Park. Proceeds support EAB's mission to provide free medical care, medication and health education to medically uninsured or underinsured residents in Birmingham.

MOUNDEVILLE NATIVE AMERICAN FESTIVAL CELEBRATED 'YEAR OF THE HAWK'

Moundville Archaeological Park, part of The University of Alabama, celebrated the rich cultures and histories of Native Americans who call Alabama their homeland at the 37th annual Moundville Native American Festival Oct. 9-11. The festival featured Native American dancers, storytellers, crafters, art vendors and a selection of local and Native food vendors. From traditional dishes to regional favorites, visitors of all ages were able to taste and learn

about the living traditions that began in Alabama and continue to thrive.

UA HOSTED ALABAMA FOSSIL FEST

The Alabama Museum of Natural History (ALMNH) and UA Museums' Department of Museum Research and Collections hosted "Alabama Fossil Fest," a free opportunity to explore paleontology in Smith Hall on September 20. The event featured the Alabama Avocational Paleontologist Award presentation, talks from Dr. Ron Buta and Dr. David Schwimmer, a new exhibit unveiling hands-on learning spanning 500 million years of Alabama's past. Paleontologists from around the state had items on display, and the ALMNH facilitated educational programming suitable for all ages. Crocodilians were the main theme for this year's event.

UA HOSTED 71st ANNUAL HUMAN RESOURCES MANAGEMENT CONFERENCE

The University of Alabama hosted the 71st annual Human Resources Management Conference from October 29-30 at Hotel Capstone. The conference was a premier event designed to equip HR professionals with the essential skills and knowledge needed to thrive in today's ever-evolving landscape. With sessions led by top human resource and employment law experts from across the country, this conference has been recognized as a must-attend event for anyone looking to stay ahead in the field. The conference's keynote speaker was ESPN's Lauren Sisler, a national award-winning sports broadcaster, author and public speaker. Her session was titled

"Shatterproof Leadership: Elevating Resilience and Purpose in the Workplace."

CAMPUS HIGHLIGHTS

UAB ESTIMATES RECORD-BREAKING FRESHMAN ENROLLMENT FOR FALL 2025

Initial enrollment figures indicated UAB welcomed its largest freshman class in history this fall. Early estimates indicate a nearly 25 percent increase in freshman enrollment for the fall 2025 semester compared to the previous year. Pre-census numbers show an increase of approximately 500 first-time, full-time freshman students who registered for the fall 2025 semester. UAB's largest freshman class before this year was 2,415 in 2021, with approximately 2,500 freshmen this semester. This surge reflects growing interest in UAB's expanding academic offerings, innovative learning spaces and vibrant campus life.

GREAT COLLEGES TO WORK FOR NAMES UAB TO ITS PRESTIGIOUS HONOR ROLL

UAB has earned national recognition among top employers in higher education through the Great Colleges to Work For® program — receiving the prestigious Honor Roll distinction for the first time. The Honor Roll designation reflects UAB's exceptional workplace culture and commitment to employee engagement and satisfaction.

UAB SECURES TOP-TIER RANKING IN ALABAMA FROM U.S. NEWS & WORLD REPORT

U.S. News & World Report named UAB in the 2026 Best Colleges

rankings, strengthening its position as one of the leading universities in the state. UAB climbed four spots to No. 132 out of 434 institutions in the Best National Universities category — placing it, once again, in the top third of ranked schools across the country. UAB continues its upward trajectory in faculty research performance, climbing to No. 24 in the national Bibliometric ranking for 2026 — up from No. 28 last year and marking a 12-spot rise over the past two years.

UAB WAIVES APPLICATION FEE FOR FREE APP WEEK FROM OCT. 6-10

UAB is making it easier for prospective undergraduate students to take the next step in their academic journey. From Oct. 6-10, UAB is hosting "Free App Week" where entering first-time freshman, transfer and online students can apply at no cost, regardless of their residency status. As part of UAB's initiative to expand access to higher education, all prospective students — both in-state and out-of-state — can apply this week without paying any application fees.

UAB MEDICINE EXPANDS CARE WITH NEW CLINICS

New clinical services and specialty programs are expanding access to high-quality care in Birmingham and throughout Alabama. UAB Medicine continues its commitment to expanding access to high-quality, patient-centered care with the launch of four new clinical services in the third quarter of 2025.

New offerings, like primary care at UAB St. Vincent's East, integrated behavioral health services and epilepsy monitoring at the UAB Rehabilitation Pavilion, and the Mohs surgery clinic at UAB Montgomery Regional Campus, will strengthen UAB's role as a leader in family medicine, behavioral health, dermatology and epilepsy treatment in Alabama.

**UAB LAUNCHES
TELETRAUMA
PROGRAM AT RUSSELL
MEDICAL
AND UAB ST. VINCENT'S
EMERGENCY DEPARTMENTS**

UAB eMedicine launched a pilot teletrauma program at Russell Medical and six UAB St. Vincent's locations. Teletrauma is the concept of utilizing remote consultation capabilities to offer trauma expertise in smaller more rural hospitals and care facilities. While teletrauma is not a new concept, researchers and clinicians are working to integrate this program to explicitly solve the problem of timely access to trauma care.

**UAB POLICE DEPARTMENT
RECEIVES
ACCREDITATION AWARD**

The UAB Police Department has received meritorious advanced law enforcement accreditation from the Commission on Accreditation for Law Enforcement Agencies. The accreditation is valid for four years, during which the agency retains all the privileges associated with this status. This award symbolizes the high standard of excellence the department strives to maintain every

day and is a testament to the department's commitment to maintaining a safe campus.

**PATIENT FINDS NEW VISION
THROUGH THE UAB EYE CARE
AND ABILITY
UNITED PARTNERSHIP**

Daniel Creech, 40, a patient at United Ability, knew his vision had changed. After years of encouragement, he was convinced to get glasses. Creech speaks with a tablet and drives his wheelchair with his eyes, so he was afraid to get glasses, thinking that they would hinder his ability to speak, his mobility or his ability to have meaningful engagement with friends. He also needs lenses for presbyopia, age-related farsightedness. Janene Sims, O.D., Ph.D., worked with his special needs to ensure that he was prescribed glasses to meet his needs. Creech is one of many patients who have benefited from UAB Eye Care's partnership with United Ability, which conducts regular eye exams for children and adults at their on-site clinics.

**LIVE HEALTHSMART
ALABAMA
AWARDED GRANT TO EXPAND
COMMUNITY COACH
PROGRAM**

The three-year grant from the Mike and Gillian Goodrich Foundation will expand Live HealthSmart Alabama's Community Coach team in Selma and the Dallas County area. The funding will allow LHSA to support the hiring, training and deployment of additional community coaches. Community coaches are a key strategy in

managing chronic health conditions, providing personalized support, wellness education, and guidance to appropriate health care, nutrition, physical activity and educational resources.

UAB EMEDICINE LAUNCHES TELE-ICU CAPABILITIES AT UAB

ST. VINCENT'S LOCATIONS

UAB eMedicine in partnership with UAB St. Vincent's recently launched UAB Tele-Intensive Care Units at multiple locations. Patients visiting UAB St. Vincent's Blount, St. Clair and Chilton will now have access to the subspecialized care of physicians at UAB Hospital.

BLAZER BRIDGE FUND ANNOUNCES 2025 WINNERS

Nine innovative projects at UAB are the 2025 recipients of The Blazer Bridge Fund. The projects range from the development of a novel antibody to target cancer to a web-based AI communication coaching app. It is an initiative of the Harbert Institute for Innovation and Entrepreneurship that was launched in 2023 to identify and assist in the development of promising ideas, discoveries, innovations and technologies from UAB faculty and staff that have commercial potential. Since the program's inception, the HIIE has invested \$900,000 in 21 projects.

UAB PROVIDES GUARDIAN CAPS TO PREVENT YOUTH CONCUSSIONS

Thanks to a generous donation from Quarterbacking Children's Health Foundation, UAB Sports and

Exercise Medicine has donated 800 Guardian Caps to the Birmingham Youth Sports League to decrease the risk of traumatic brain injuries and concussions. The caps will provide young athletes with an extra layer of protection as they take the field in the league's inaugural football season. This donation from UAB Sports and Exercise Medicine highlights the dedication to offering superior sports medicine and care and illustrates the prioritization of injury prevention and safety.

RECORD-HOLDER FOR LONGEST SINGLE-DURATION SPACEFLIGHT SPEAKS AT UAH EVENT

Colonel Frank Rubio, a NASA astronaut and U.S. Army Colonel, visited UAH this fall as part of the UAH Distinguished Lecture Series. During his presentation, Colonel Rubio spoke about his experiences as an astronaut. Most impressive was his account of serving as a flight engineer for Expedition 68 on the International Space Station (ISS). On September 21, 2022, he launched into space aboard the Soyuz MS-22 spacecraft with Roscosmos cosmonauts Sergey Prokopyev and Dmitry Petelin. The mission lasted 371 days, setting the record for the longest single-duration spaceflight by a U.S. astronaut.

UAH CENTER FOR CYBERSECURITY RESEARCH AND EDUCATION CELEBRATES 10TH ANNIVERSARY

The Center for Cybersecurity Research and Education (CCRE) recently celebrated its 10th anniversary since its founding in

2015. The milestone was marked at the UAH Student Services Building. To honor a decade of continued excellence, UAH President Charles L. Karr awarded Dr. Tommy Morris, the founding director of the Center, a CCRE 10 Years of Excellence Coin. The symbols on the coin represent CCRE's expertise in software, engineering, teaching, outreach, artificial intelligence, and cybersecurity hardware. The CCRE provides an interdisciplinary approach to protecting cyber-physical systems, embedded weapon systems, Supervisory Data Control and Acquisition (SCADA) networks, and data and computer operating systems from adversarial attacks. In addition to offering educational opportunities such as camps and scholarships, the CCRE also conducts cutting-edge research on diverse cybersecurity topics, including identity management, supply chain security, intrusion detection, vulnerability analysis, medical device security, and digital forensics.

UA'S RECORD ENROLLMENT GROWTH REINFORCES IN-STATE INVESTMENT, ACADEMIC EXCELLENCE

The University of Alabama set a new enrollment record this year, welcoming 42,360 students for fall 2025, a 3.7% increase. The freshman class boasts a record 362 National Merit Scholars, a 37.1% increase, reinforcing the University's status in the state and nation as a destination for high-achieving students from across the country. UA enrollment also includes a more than 4% increase of in-state students, demonstrating UA's role as the state's flagship

institution and a vital contributor to the state's workforce. With students from every Alabama county, all 50 states, the District of Columbia and 99 countries, UA is educating and graduating more students than any college in the state, awarding more than 9,500 degrees over the past year.

MILLION DOLLAR BAND TO PERFORM IN 100TH MACY'S THANKSGIVING DAY PARADE IN 2026

The countdown to the 100th Macy's Thanksgiving Day Parade® kicked off in early October with the announcement of the marching bands selected from across the country to perform in the iconic event's centennial march. The University of Alabama's Million Dollar Band was selected from a highly competitive pool of applicants as one of the 10 marching bands to participate in the 2026 Parade and showcase the incredible talents of their musicians. This will be the band's second appearance in the Macy's Thanksgiving Day Parade.

GOVERNORS, INDUSTRY AND EDUCATION LEADERS ANNOUNCED TRI-STATE MANUFACTURING PARTNERSHIP

Area governors, power company executives and university presidents recently established the Mississippi-Alabama-Georgia Network for Evolving Transportation, or MAGNET for short — a regional economic development initiative aimed at leveraging the Southeastern U.S. automotive vehicle and battery industry to stimulate economic development and job growth. This tri-state initiative, which will be

headquartered at The University of Alabama, will create a premier research and development hub for research-enabled mobility innovation that drives economic and workforce development.

as one of the premier rural medical education programs in the country. The Rural Dental Scholars program enters its third year and has shown great promise in improving access to oral health care in rural Alabama.

BLACK BELT INTERNSHIP INITIATIVE CONTINUED ITS IMPACT

The University of Alabama School of Social Work continues to strengthen its commitment to community engagement and service to the state of Alabama with its Black Belt Internship Initiative. Launched in 2023 as a pilot program, the Black Belt Internship Initiative connects social work students with rural communities within the state of Alabama. This initiative is part of the greater impact that occurs throughout the state through students' practicum experiences. In 2024-2025, the school provided over 80,000 hours of skilled service to 17 counties in Alabama. This produced an economic impact of over \$2.7 million.

FUTURE RURAL MEDICINE PHYSICIANS, DENTISTS BEGIN EDUCATION AT UA

The University of Alabama College of Community Health Sciences recently welcomed 11 students to the Rural Medical Scholars Program and the Rural Dental Scholars Program, both part of the College's Rural Health Leaders Pipeline. The pipeline was created to address the shortage of primary care physicians and dentists in Alabama's rural communities. This year marks the 30th anniversary of Rural Medical Scholars, which has established itself

Good afternoon – My name is Lucy Bonhaus, and I have the honor of serving as the 114th Student Government Association President. For those of you who I may not have had the pleasure of getting to know yet, I am a senior from Tuscaloosa, Alabama studying Cyber Security.

FLIP SLIDE

Over the past six months, my administration has been hard at work. I am extremely proud of my resilient team in times of change and their ability to seek out and identify opportunities to advance our university, allowing us to reach our fullest potential as an organization. When I was elected by the student body to serve in this role, I promised four overarching goals that I am committed to advancing during my time as President: Community Connection, Campus Experience, Student Opportunity, and Academic Achievement.

FLIP SLIDE

This semester, SGA has focused heavily on community connection and collaboration, both on our campus and across the University of Alabama System. I am excited to share that following today's Board of Trustees Meeting, we will host the first-ever UA System Student Leaders Summit, welcoming student leaders from UAB, UAH, and UA to the Capstone. This event will bring together student government leaders from all three System campuses to observe the Board of Trustees' meetings, hear updates from President Mohler, several university administrators, and myself, and engage in meaningful conversations about shared opportunities to serve the more than 70,000 students in the UA System. This new summit reflects our continued effort to expand collaboration beyond Student Government and into broader leadership across our campuses — all while maintaining our long-standing tradition of partnership and shared progress.

FLIP SLIDE

This fall also marks the successful launch of one of my key campaign initiatives: the Airport Transit Program. In partnership with UA Transportation Services and College Break Bus, SGA now offers affordable, reliable transportation to and from Birmingham-Shuttlesworth International Airport and Hartsfield-Jackson Atlanta International Airport during peak travel periods, including Fall and Thanksgiving Breaks. This program was designed with our out-of-state and international students in mind and stands as an example of what can be accomplished when students and administration work together to create practical, lasting solutions

In addition to supporting accessibility, our administration has worked to strengthen academic excellence. This semester, our Vice President for Academic Affairs, Samantha Simmons, successfully facilitated a campus-wide Wall Street Journal subscription for all students, faculty, and staff. Through this partnership with University Libraries and our academic colleges, every member of the UA community now has free access to WSJ.com and its full library of professional and educational resources.

FLIP SLIDE

Our commitment to recognizing student achievement also inspired the creation of the Legends Punch Card initiative. This program rewards students who made the Dean's or President's List with exclusive discounts at 28 local businesses. As a Tuscaloosa native, I am especially proud of this initiative, which not only honors our students' hard work but also highlights the incredible local businesses that make this community so special.

This fall, SGA also hosted the 4th Annual Battle of the Bands in partnership with the Interfraternity Council and the Alabama Panhellenic Association. This year's event had the largest attendance to date, raising funds for the Joe Espy Scholarship and bringing together students and community members for a night of incredible music and community. Events like these remind us how powerful campus life can be when creativity and community come together.

We've also worked to enhance the student gameday experience, ensuring that shakers for students are available at every home game, increasing student accessibility, and continuing to foster a sense of unity and Crimson Tide pride in Bryant-Denny Stadium.

FLIP SLIDE

Before I close, I would like to take a moment to recognize an important transition within our organization. Rick Funk served as **our** Interim SGA Advisor through September. His leadership and commitment to student success were invaluable, and we were so proud to see him recognized as SGA Advisor of the Year this summer at the SEC Exchange in Austin, Texas. I also want to extend a warm welcome to our new advisor, Ella Marie Maggio, a two-time UA graduate dedicated to empowering student leaders and fostering meaningful engagement across campus. We are so grateful for her commitment to SGA.

FLIP SLIDE

Of course, none of this would be possible without the incredible members of our organization. From First Year Council to Senate to Lobby Board to Judicial Board to my Executive Team — many who are here with me today — this administration could not achieve this level of success without their talent, dedication, and drive to make The Capstone stronger every day.

Thank you all for being here today and for the opportunity to share with you the progress of the 114th Administration. **And as always, Roll Tide!**



1

A graphic titled '114TH ADMINISTRATION COMMITMENTS'. The left side features a photograph of a tall, brick tower on a campus. The right side is a solid dark red background with white text listing four commitments: 'Community Connection', 'Campus Experience', 'Student Opportunity', and 'Academic Achievement'.

**114TH
ADMINISTRATION
COMMITMENTS**

- Community Connection**
- Campus Experience**
- Student Opportunity**
- Academic Achievement**

2



3

We just made getting home way easier...

Affordable transportation is finally here.

UA Transportation
UA Student Government
College Break Bus

**7 locations.
3 routes.
1 easy ride.**

BHM, ATL, and beyond — reserve your seat *today*.

#RollTideHome

AIRPORT TRANSPORTATION

Lucy Bonhaus

SGA

4



LEGENDS PUNCH CARD

5



SEC ADVISOR OF THE YEAR

6



7

Remarks to the UA Board of Trustees

Dr. Matthew Hudnall, President, UA Faculty Senate

November 2025

Opening

Good morning, Chancellor, Trustees, Presidents, and leaders from across our System. Thank you for the opportunity to speak today. I am Dr. Matthew Hudnall, President of the UA Faculty Senate and an Associate Professor in the Culverhouse College of Business. It has been my honor to serve and to work closely with you, with our administration, and with colleagues across our campuses.

This is my final year as Faculty Senate President. I have had the privilege of serving long enough to be tied for the longest tenure in our history, and that is plenty enough for me. The time has been meaningful because of the people in this room and a shared commitment to student success, research excellence, and service to the people of Alabama.

Recent Activities and Achievements

I want to briefly highlight three recent Faculty Senate activities that reflect our collaborative work with leadership and our shared focus on quality.

Renewable Contract Faculty Taskforce: We partnered with administration to study and support renewable contract faculty. The taskforce has focused on clarity, pathways for advancement, and consistent expectations that help departments recruit and retain talent while keeping student success at the center.

Research Support Programs: We partnered with campus leadership to streamline research support and are we hope to launch new faculty research programs that aim to spur significant growth.

Faculty Assessments and Midterm SOIs: The Senate also supported the use of midterm Student Opinions of Instruction, and this was rolled out campus-wide for the first time this semester as an option for faculty. The goal in this was early feedback that allows instructors to adjust in real time, and this was part of a broader set of efforts to strengthen teaching, advising, and student outcomes.

Alabama Mobility and Power (AMP) Center

In my 25 years at UA, I have had the honor of partnering on over 80 funded research projects across most areas on campus, including engineering, business, and the social sciences. **I am a true data geek**, and that curiosity has pulled me into new disciplines that broadened my portfolio and shaped a unique faculty profile. For example, when Alabamians register a vehicle and provide insurance, the real-time verification system behind that process is one I built. I also lead the state crime dashboard and the statewide drug data repository, and I helped develop the system used by law enforcement that checks driver information and produces those oh-so-beautiful speeding tickets you get printed now roadside. These are data-centered efforts that give UA faculty, such as myself, a direct and immediate way to improve the lives of people in our state. We are not only advancing theory, we are turning theory into practice and practice into production. With that spirit, I want to highlight a hub of faculty–industry–government collaboration at UA, the Alabama Mobility and Power (AMP) Center. AMP is a cross-campus

effort that links engineering, business, and the sciences with industry and state agencies to accelerate research, strengthen the talent pipeline, and grow Alabama's economy. The AMP Center is a vehicle for industry, academia, and government to work together on research enabled innovation that drives economic and workforce development. It reflects the best of UA: faculty expertise aligned with real needs in our state and region.

I have had the privilege of being part of AMP since its inception, and I want to offer a sneak peek at an upcoming EV projection tool I developed with Dr. Mesut Yavuz. It forecasts EV growth for Alabama, the Southeast, and the nation, then translates those projections into workforce needs across manufacturing, service, grid and charging, logistics, and the broader supply chain by identifying the jobs, skills, and training required. The goal is practical planning for state agencies, industry partners, workforce boards, and educators.

AMP has engaged more than 30 UA faculty from multiple colleges and units on grant proposals, sponsored research, and research service agreements. This breadth matters. It brings engineering, business, computer science, social sciences, education, and others together so that Alabama benefits from the full bench of UA expertise.

AMP and its partners have advanced a significant portfolio of external funding activity. There are 16 total grant submissions representing approximately 103 million dollars across this funding year alone, along with 32 or more consortium members supporting projects and partnerships. These activities are already translating into sponsored research, service agreements, and equipment support that strengthens UA labs and the student experience.

The point of this work is **impact**. Centers like AMP help faculty engage in theoretical research, such as advanced battery manufacturing techniques and power systems innovation. They also deliver immediate value by helping Alabama plan for workforce needs, training and retraining, K-12 and higher education pathways, along with infrastructure decisions that are on the horizon right now. When we connect research to implementation, we create opportunities for students and jobs for Alabamians.

AMP is one example among many strong centers at UA that enable university-wide collaboration and direct partnerships with industry and government. These collaborations help our faculty secure competitive awards, mentor students in real settings, and deliver results that matter outside the lab and classroom. This is the UA difference that our partners see and trust.

Closing

I want to close where I began, with gratitude. It has been an honor to work with each of you and with our campus leaders. Thank you for your commitment to our faculty, to our students, and to the people of Alabama. I look forward to continuing to engage with you for the remainder of my term as Senate President. Thank you for your time, and, as always, Roll Tide!



THE UNIVERSITY OF ALABAMA®

WHERE LEGENDS ARE MADE™

1

Faculty Senate

November 2025 Board of Trustees Presentation

Dr. Matthew Hudnall, Faculty Senate President

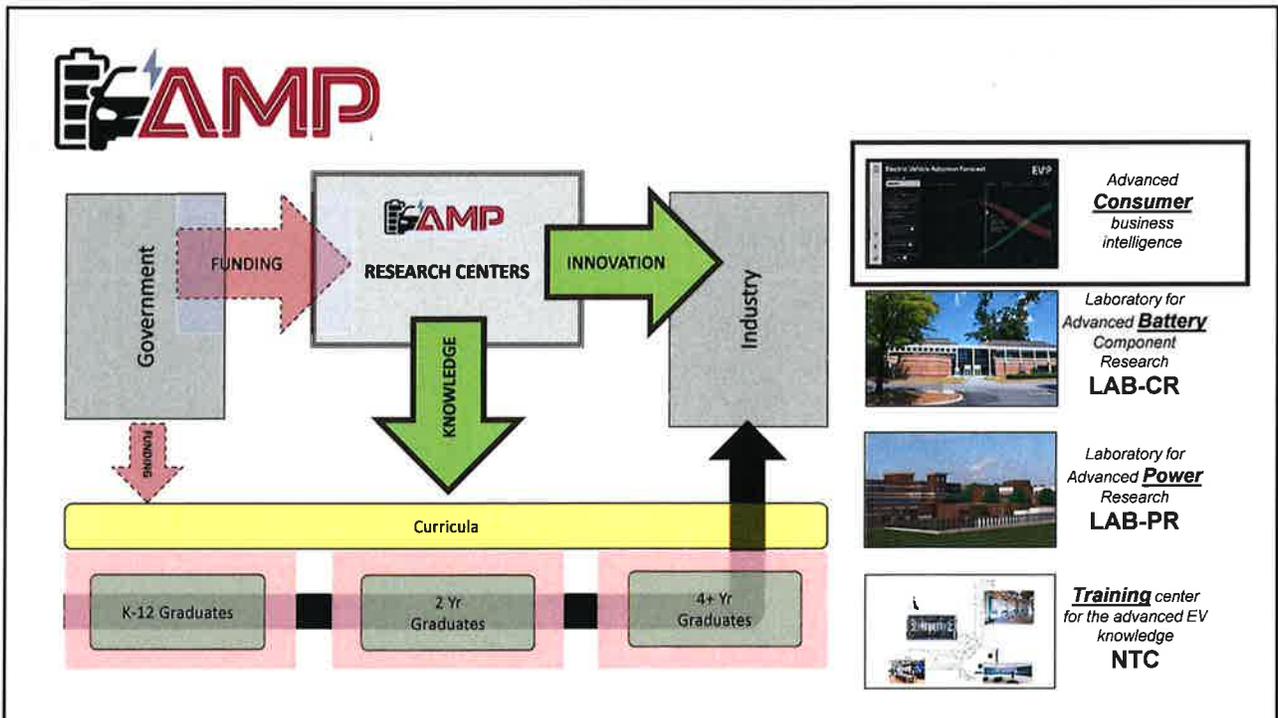


WHERE LEGENDS ARE MADE™

2



5



6

Thank You



WHERE LEGENDS ARE MADE®

Board of Trustees Presentation – Fall 2025**Peter J. Mohler, President****[SLIDE: Cover Slide / Opening Slide on screen.]****[SLIDE: Quad Sunrise]**

Good morning.

Since assuming the role of The University of Alabama's 30th president this summer, it has been a privilege to serve this institution.

Nearly two centuries of achievement and progress have brought UA **to this moment** — one filled with **possibility**.

This is our time to build on that foundation, **amplify** the Capstone's impact, **advance** our state, and **shape** what comes next.

[SLIDE: Pillars]

Each day, I have the privilege of working with nearly **7,800 faculty and staff** and **more than 42,000 students** at The University of Alabama.

I am further honored to partner with **this Board of Trustees** and the University of Alabama System.

Likewise, I appreciate the opportunity to work alongside my colleagues at The University of Alabama at Birmingham, **Dr. Ray Watts**; at the U-A-B Health System, Chief Executive Officer **Dawn Bulgarella (Bool-guh-REL-uh)**; and at The University of Alabama in Huntsville, **Dr. Chuck Karr**.

[SLIDE: Gorgas Library with Flags]

I have been asked a simple but important question several times over the past few months: ***What drew you to Alabama?***

I thought I **knew** The University of Alabama.

I have always known of the **traditions**: Denny Chimes, the legacies of Bryant and Saban, and the not-so-secret words in Dixieland Delight.

[SLIDE: Dr. Mohler with Mike Mouron]

During the interview process, I began to learn of the **exciting growth** of the University over the past quarter-century.

But – and I don't need to tell this group...you cannot truly know UA until you **experience campus** and **become part** of the school's traditions.

[SLIDE: Script A]

There is no 30-second commercial that can appropriately capture the Alabama experience.

I have been at a number of institutions – UA is different. The University of Alabama represents the **promise** of what **higher education** can do for individuals, families, communities, and an entire state.

[SLIDE: Football Sidelines, Georgia Game]

Over the past four months, it has been incredible to engage with the tradition of Alabama Athletics.

But what you see on television **from** Saban Field does not compare to what you **feel inside** Bryant-Denny Stadium.

I have loved cheering on the Crimson Tide this season and seeing firsthand the focus and teamwork that define our legacy. This football season has been electric – and a great reminder that **the same pride and excellence extend across all our athletic programs**.

I have also had the chance to attend volleyball and women's soccer games, where the energy and talent of our student-athletes shine just as brightly.

We celebrate athletics at UA — **and we should.**

[SLIDE: Dr. Ravi Kumar, Lab Team]

The same spirit that celebrates a touchdown should celebrate a student who earns a national fellowship, a faculty member who secures a major research grant, or a research team that develops a breakthrough discovery.

We are exceptional in **both** athletics and academics — and while our academic strength is significant today, **we are not content.**

We will **continue to raise the bar** in teaching, in discovery, and in our influence **across every discipline** — whether our students are studying education, law, English, or dance.

That **shared pursuit of impact** — on the field and in the classroom — **defines** who we are and what we stand for at The University of Alabama.

[SLIDE: Randall Welcome Center]

Now, almost a full semester into my presidency, I can tell you this: nothing compares to the **beauty** of our campus, the **energy** on the Quad between classes, the **pride** this state feels for its flagship, or the **commitment** I have seen from our students, faculty, staff and alumni.

What drew me to UA was the opportunity to lead an institution that is already strong — **but not satisfied** — one that knows its **influence** reaches far beyond campus borders.

[SLIDE: Campus Drone View, Sunset]

I have never been part of an institution so **united** in purpose, so **dedicated** to student success, and so full of **optimism** for the future — strengthened by the collaboration and commitment of our community and our state.

[Brief Pause]

[SLIDE: Denny Chimes]

Alabama is a state on the rise — expanding its economy, diversifying its industries, and investing in its people. With that growth comes both **responsibility** and **opportunity** for the University of Alabama.

We are living in a time when many top U.S. universities have simply become **unaffordable** and have lost sight of their role in delivering the **workforce** our nation needs.

[SLIDE: Tuition Chart]

[Pause for a moment so they can read the chart.]

Just look at the **value** of The University of Alabama — this chart drives that point home.

Among top-tier universities, few can match the **quality** and **value** of education, the **pathways** to success, and the level of **access we provide**.

We are preparing the **next generation** of leaders **affordably**, **effectively**, and **at a scale** that creates real and lasting **impact** for our state and beyond.

When the **average** American family earns around **\$83,000** a year — and the average **Alabama** family earns closer to **\$67,000** — the rising cost of higher education can **feel** out of reach.

For too many, it **IS** out of reach.

[SLIDE: Family Weekend]

At UA, we remain **deeply committed** to providing a world-class education that families **can afford**. The return on that investment is undeniable.

Our graduates are entering the workforce **prepared to lead, innovate and give back** — all without the level of debt that burdens so many elsewhere. That is the true **value** of an Alabama education.

Today, we are positioned to **capture** and **capitalize** on this momentum — to **leverage** our strengths as Alabama’s flagship and translate them into **impact** for our students and our state.

[SLIDE: Nursing Student with Anatomy Model]

Our charge is clear.

To make certain **the next generation** of innovators, leaders, and public servants find both **access** and **excellence** right here at The University of Alabama.

[SLIDE: Professor and Class, Minerva]

College is about **more** than memorizing facts for tests. It is about being challenged to **think critically**, **tackle** complex questions, **synthesize** information, **engage** with the world, and **take initiative**.

That is why, beginning this year, **experiential learning** — simply put, learning by doing — will be a **graduation requirement** for **all** UA students, ensuring that **every** undergraduate completes a **meaningful opportunity** connecting classroom knowledge to real-world application.

[SLIDE: Research Students, Hardhats]

For example, instead of just memorizing chemistry equations during their freshman year, students will also experience **how** that chemistry applies to industrial manufacturing.

[SLIDE: Nursing Student, Lab]

Instead of pre-med classes focused only on anatomy, coursework will be complemented by **hands-on experiences** that show how human disease affects the body through shadowing physicians and nurses.

In short, **every** UA student will graduate **having engaged** in research, internships, service, or leadership that prepares them for the jobs and technologies of tomorrow.

[SLIDE: Student in Data Lab]

That is the Alabama advantage.

Our graduates will leave **ready** for the future because **we are providing them** with the **resources**, the **connections**, and the **real-world experience** to turn challenges into opportunities for growth and leadership.

You can see that connection between education and economic growth **taking shape across our state** — from advanced manufacturing and aerospace, to healthcare, energy, and finance — industries where UA students and faculty are helping **drive** the future.

As we expand access, our priority remains clear: **to serve the students and families of Alabama**, because this institution exists for the people of our state.

[SLIDE: Map of Alabama Counties]

Over the past several months, I have traveled **across Alabama** — Huntsville, Birmingham, Dothan, Fort Payne, Mobile, Montgomery, Florence, Auburn, the Eastern Shore, Anniston, and Gadsden — meeting talented prospective students and families, as well as the teachers, principals, and counselors who guide them.

Those conversations reaffirm that **Alabama students** see UA as a **place of possibility** — one that **welcomes** them, **challenges** them, and **prepares** them to lead and succeed.

[SLIDE: CMW Tour]

In-state momentum continues to build. We are seeing strong interest from Alabama students who recognize the **quality** and **value** of their flagship university.

This fall, we welcomed **the largest student body in our history** — including thousands of the nation’s top scholars. National Merit, McCollough, Fulbright, Goldwater, and Randall Scholars — Capstone Men and Women, Shelby Scholars, and many others who **could attend** any university in the country — are **choosing** Alabama, raising the bar for academic excellence across our campus.

[SLIDE: First-Gen Student, Ciara Andrews]

We are also seeing continued growth in **professional programs** and **first-generation students**. Their success is opening doors for families who have never had this chance before and shaping a legacy that will endure **for generations**.

Once again, we are among the nation’s **top producers** of **Faculty Fulbright Scholars**, and **Graduate School** enrollment now exceeds 6,200 — another UA record, and a clear sign of our growing **reach** and **reputation**.

[SLIDE: Engineering Lab Student]

Our expanding **research enterprise** is connecting **discovery** with **impact** — helping our state stay **competitive**, drawing **investment** and **innovation**, and preparing our graduates not only to **take** jobs but to **create them**.

As we continue to grow, we must do so **strategically** — aligning our enrollment with the workforce needs of Alabama and the nation — while **preserving** the **signature student experience** that defines The University of Alabama.

[SLIDE: UA Grads in front of President’s Mansion]

Our **growth** must serve a **purpose**: to **strengthen** the state’s talent pipeline and ensure our graduates are ready **to lead** in **every sector** of the economy.

At the same time, we must be thoughtful as we move forward, ensuring this institution remains a place of **community** — a home away from home for our students and alumni — where they can walk across the Quad and greet peers they know by name.

That is the Alabama student experience we must protect even as we grow.

[SLIDE: Law Student Group in Hallway]

And it is **critical** that we continue developing **innovative** and **welcoming portals** for these bright minds — ones that reflect the **caliber of our students** and the **employers** who seek their talents.

As we serve more Alabama students than ever before, we must also look ahead to the **industries and innovations** shaping their future.

Across the state and nation, **new workforce and research needs are emerging** — and we must be ready to meet those demands.

[SLIDE: Styslinger Family & Barefield Family]

Recently, we have seen remarkable confidence in the University's direction through two historic college namings: the **Lee J. Styslinger Jr. College of Engineering** and the **J. Frank Barefield Jr. College of Arts and Sciences**.

These milestones are **significant** — **three colleges** in our **history** now bear a name: first, the Culverhouse College of Business; then, the Barefield College of Arts and Sciences; and now, the Styslinger College of Engineering.

Each represents not only extraordinary generosity —but also **enduring trust** in the **future** of our University and in **our ability** to prepare students who will **lead** in industries that **define** Alabama's economic strength.

And the past three months have seen major milestones in the **economy** of the **state of Alabama**.

[SLIDE: Mobile Skyline]

Recently, **Airbus** announced exciting news of its expansion in **Mobile** — and it will be important for UA to continue strengthening partnerships with both Airbus and the **Port of Mobile** that connect our students to global industry.

[SLIDE: Birmingham Skyline]

In **Birmingham**, growth in life sciences, healthcare, and finance is creating **new opportunities** for our students to engage in research, internships, and careers that shape these sectors.

[SLIDE: Huntsville Skyline]

In **Huntsville**, collaborations with Space Force, the defense industry, and the FBI are **expanding our reach** in aerospace, cybersecurity and communications.

[SLIDE: Coke Announcement]

In **Montgomery**, advancements in robotics are transforming manufacturing and packaging.

[SLIDE: Tuscaloosa Mercedes Headline]

And here in Tuscaloosa, partnerships with Alabama Power and Mercedes-Benz are **advancing research and workforce development** — fueling **innovation** that **directly supports** Alabama's growing energy and automotive industries.

These are the fields where Alabama students must be **prepared to lead** — and where **this University** must be prepared to **deliver** both talent and innovation.

[SLIDE: Student Working on Robot]

To meet these needs and lead in these sectors, we will be **expanding** the **Styslinger College of Engineering** — especially in materials and manufacturing, transportation, aerospace and energy, software, and geospatial sciences.

At the same time, growth in areas such as **quantum computing** through the Barefield College of Arts and Sciences will be **essential** to sustaining the breadth and depth of our academic excellence.

And our **Honors College** must **set the standard** as one of the nation's **premier programs** for top scholars.

[SLIDE: Male Student in Law School]

To complement this workforce, we will be adding **bench strength** in business, human environmental sciences, education, law, and communications.

These programs will prepare leaders who will **advance** new areas of the U.S. economy — individuals **deeply grounded** in business and operations but also **equipped** with **experiential training** in defense, policy, health, energy, and finance.

[SLIDE: Bamalytics Student with Laptop in Lab]

And we must double down in the data sciences.

No matter their discipline, **all** our students must be **fluent** in data science and artificial intelligence to **compete and lead** in the future workforce.

We are actively developing formal structures around these disciplines to ensure all UA students are at the forefront of data fluency and discovery — and there is **much more to come** in this space as we continue **expanding** our capacity for **innovation** and **cross-disciplinary research**.

[SLIDE: Professor and Student in Lab with Equipment]

To **capture this momentum** and continue to **grow opportunities** for our students, we must also make the best use of the **resources** entrusted to us.

Every dollar at The University of Alabama represents someone **investing in our mission** — legislators, parents, donors, alumni, students, and this Board.

Fiscal responsibility and **accountability** have been top priorities in my first 100 days, ensuring that we **steward** every resource **wisely** and **invest** where it will have the greatest **impact**.

[SLIDE: Rose Administration Topiary]

On October 15, I asked our leadership team to **centrally align** all finance and business operations across campus, including our information technology teams.

These changes, implemented **November 1**, **strengthen** consistency, **reduce** administrative burden and **enable us** to focus on **value-added** activities that **advance** our core mission.

In addition, we will implement **new, modern operating systems software** as part of this realignment — a cloud-based enterprise platform designed to **enhance** efficiency, **improve** business processes, and **ensure** The University of Alabama remains **competitive** and **future-ready**.

[SLIDE: Dr. Dan Layzell, VP]

I want to thank **Dr. Dan Layzell** and his team for their leadership and dedication in implementing these efforts.

By **aligning** our people, processes, and technology, we are **reinforcing** the operational foundation that allows us **to deliver** on our academic and research ambitions.

That foundation is strengthened daily by the expertise and partnership of our **faculty**.

Under the leadership of our **Faculty Senate**, led by **Dr. Matthew Hudnall**, the University continues to benefit from collaboration, insight, and a shared commitment to advancing our mission through effective governance. I appreciate their dedication and partnership in this important work.

That same commitment is reflected in our **staff**, whose talent and professionalism drive excellence across every area of campus. I want to recognize the leadership of our **Professional Staff Assembly**, led by **President Kelly Wolfe**, and our **Office, Clerical, and Technical Staff Assembly**, led by **President Allyson Holliday**, for their ongoing contributions to our success.

Shared governance also extends to our **students**, whose voices and vision shape the campus experience in meaningful ways.

I am grateful for the leadership of our **Student Government Association**, led by **President Lucy Bonhaus**, for advancing initiatives that **enhance student engagement** and **strengthen** the sense of **community** that **defines** The University of Alabama.

(Pause)

With a strong foundation in place, our next focus must be on the **individuals** who will carry this institution and our state **into the future**.

[SLIDE: Students in Library]

Together, we must develop the **next generation** of decision-makers and innovators — individuals who will **shape the future** with **integrity** and **resolve**.

Principled leadership requires **sound judgment**, **clear communication**, and the courage to make difficult decisions. It calls for the ability to navigate complexity, remain **steady** under pressure, and **act with empathy**.

It is **critical** that **The University of Alabama** prepare these leaders — not only to **address** the challenges of **today**, but to develop **new strategies** that **shape** the opportunities **of tomorrow**.

[SLIDE: Female Student with Binder, Farrah Hall]

That is why, **with this Board's approval and support**, the University of Alabama will launch the **School of Leadership and Policy** — the **first of its kind** in our state and among only a few nationwide.

The school will be housed in historic **Farrah Hall**, a former home of the UA School of Law, located in the heart of campus.

That location is **symbolic** of what this new school **represents**: leadership and service **at the center** of our University's **mission**.

Farrah Hall will undergo a **transformational renovation** — a project that will create a **dynamic space** for students, faculty, staff, and industry leaders, including our federal and state partners, to gather and exchange ideas.

It will be a place where **knowledge is developed**, not just **disseminated** — reflecting the **innovative spirit** and **purpose** that **define** The University of Alabama.

The **vision** of the School of Leadership and Policy is to establish a **nationally recognized institution** for **leadership** and **public policy education**, building on the Capstone's **storied history** of educating effective civic leaders and policymakers who are **shaping Alabama and beyond**.

Its **mission** is to provide interdisciplinary, **practice-oriented education** that prepares students to become **effective leaders and public servants** who contribute to Alabama's social, economic, and civic well-being.

[SLIDE: Shelby Institute Lecture]

The School's **priorities** reflect that purpose.

First, it will **advance educational excellence** by combining theory with practical policy application.

Second, it will **emphasize leadership development**, equipping students with the knowledge, ethics, and skills necessary for **effective** public service.

Third, it will **promote service and impact** through strong **partnerships** with local, state, and federal agencies that foster civic engagement.

Finally, it will **contribute to economic development** by preparing leaders to **address the challenges** facing Alabama, our region, and our nation.

The interdisciplinary curriculum will **equip** students to **lead effectively** in whatever arena they choose — civic life, government, or the corporate or nonprofit boardroom — **grounded** in the principles that **shape** American institutions, laws, and public discourse.

Beyond the classroom, those principles will travel with them — **guiding future leaders** in public service, private enterprise, and community life as they put their education into practice.

[SLIDE: Capital Scholars]

Students will **engage directly** with public institutions, businesses, nonprofit organizations, and private-sector partners through internships, policy labs, and community-based projects — ensuring they graduate **ready** to solve complex challenges with **tangible solutions**.

From its home in Farrah Hall, the School of Leadership and Policy will stand as both a tribute to our past and a **launch point** for a **pipeline of public servants** — the **leaders** who will define **our future**.

[SLIDE: Shelby Quad, Drone View]

This is more than an academic initiative.

It is a statement about **who we are** and what we **value** as an institution: courage, integrity, and service to others.

To support that spirit of leadership, we are honored to share the story of **one of Alabama's own** — a **proud UA graduate** who continues to shape the future of our state and nation, serving with character and conviction.

Senator Katie Britt.

(Cue Senator Katie Britt video.)

[SLIDE: Senator Britt with Students]

Senator Britt's story reminds us that leadership is **not defined** by title or position, but by **influence, integrity, and the power to inspire others** toward a **purpose** greater than themselves.

From high school valedictorian to UA's 92nd SGA President, to the UA School of Law, to serving U.S. Senator Richard Shelby, and now as the first woman elected to the U.S. Senate from Alabama, Senator Britt's story **exemplifies** the leadership journeys we hope will **inspire** our students **across the political spectrum**.

The University of Alabama **School of Leadership and Policy** will build on that same foundation, **equipping** our students to **strengthen communities, drive innovation, and inspire others** to follow.

I am grateful to the Board for their vision and support in this space and for our faculty who will lead within the new school.

But that is only the beginning.

[SLIDE: Student and Professor in Lab]

In the months ahead, we will **continue investing in strategic initiatives** that **align** our **academic** strengths while **deepening collaboration** with our sister institutions to meet Alabama's workforce needs and the demands of the future.

You have already heard about our work in data science, and there is **more to come** in that space — as well as early efforts to address the state's growing **nursing shortage**, particularly in communities where access to care is vital.

These initiatives reflect a **shared commitment** to **servicing Alabama** through **strategic collaboration** and **innovation**.

[SLIDE: Sid McDonald Hall]

And just as leadership thrives on connection, so too does the **success** of this University — which depends on **strong partnerships** across our campuses, throughout our System **and with this Board**.

At every step — **expanding** academic programs, **elevating** research, **preparing** the workforce, and **launching** bold initiatives — **your leadership** makes the difference.

Together, UA, U-A-B, U-A-B Medicine and U-A-H form **a powerful partnership driving progress** across our state.

When we **work together**, our **impact** multiplies.

That **collective drive** is what makes The University of Alabama not only strong **today**, but ready to **shape** what comes next.

[SLIDE: Tuska]

As I close, I want to return to **what lies at the core of our work** — meeting the **changing needs** of higher education, the workforce, and leadership in this **defining moment** for our University, our state, and our future.

Universities can either **react**, or they can **lead**.

Our focus must remain clear — to equip **every student** with the **skills** and **confidence** to make a **difference** in classrooms, boardrooms, labs and communities across the nation.

[SLIDE: Cybersecurity Student, Lab]

With the talent, scale and vision we share, The University of Alabama is not only **prepared** for the next era of higher education — **we are shaping it**.

Together, we will continue **advancing our mission** and **setting the standard** for what public higher education can achieve — through the **discoveries** we make, the **students** we prepare, and the **lives** we change.

[SLIDE: Sunset/Dome]

With your partnership and trust, **we will continue building on Alabama's success** — ensuring **this** University not only **meets** the challenges ahead **but defines what comes next**.

(PAUSE)

The future belongs to the Crimson Tide.

Thank you...and **ROLL TIDE!**



Board of Trustees
Institutional Meeting

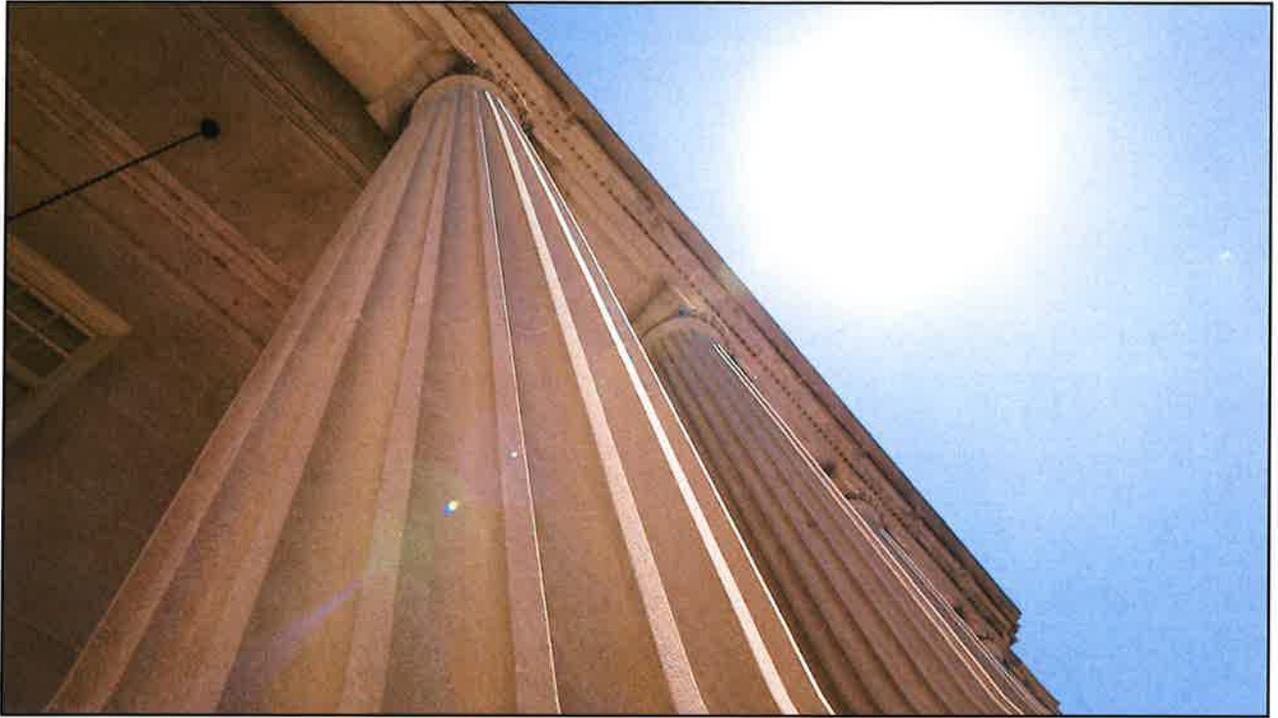
Dr. Peter J. Mohler, President

THE UNIVERSITY OF ALABAMA®

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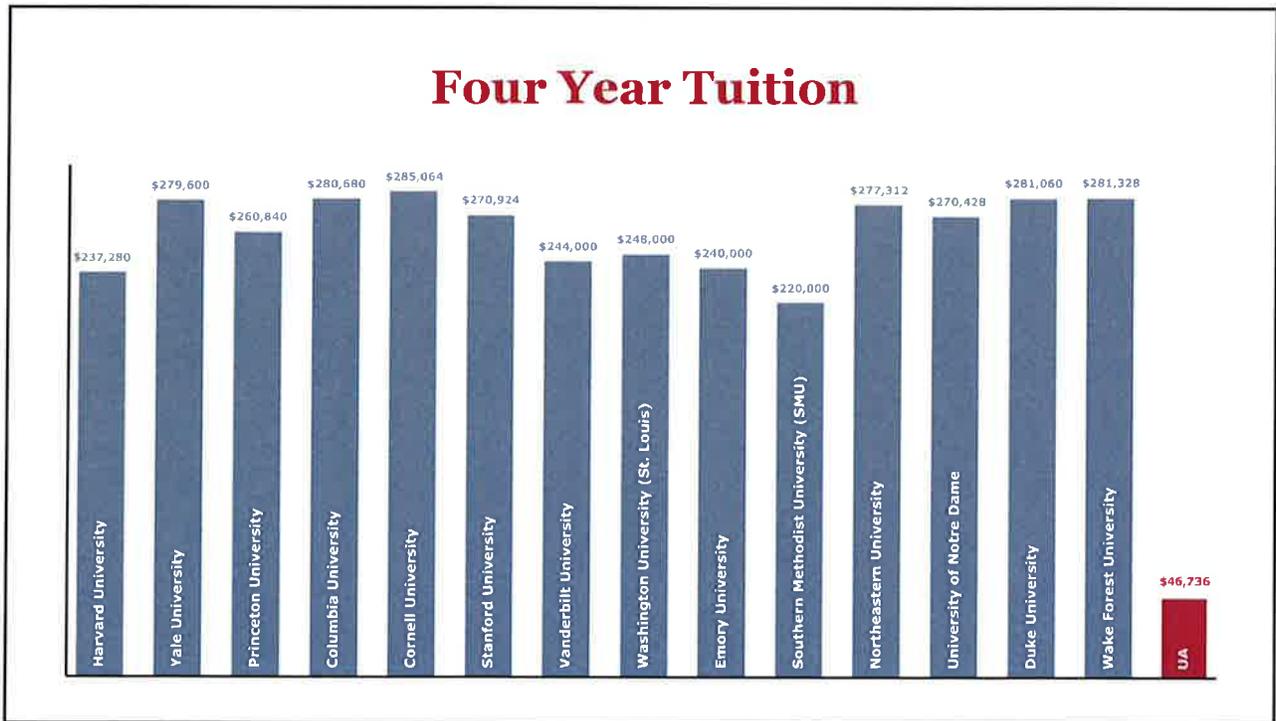
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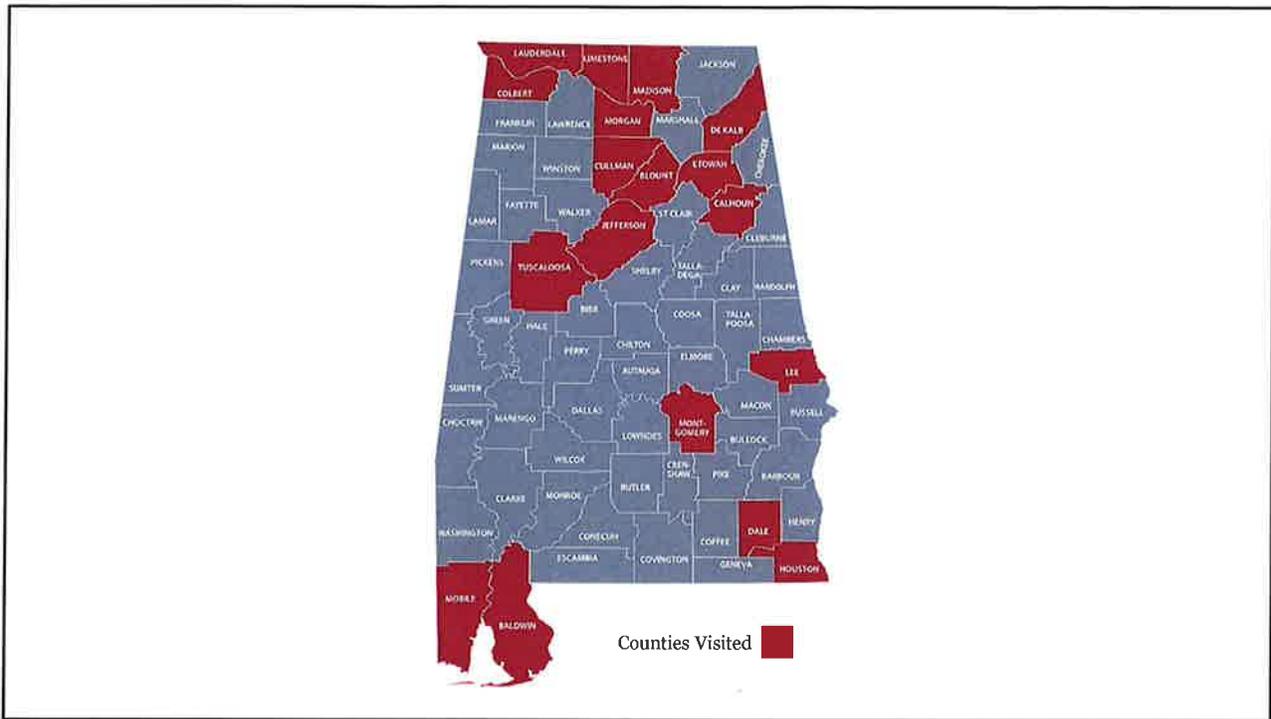
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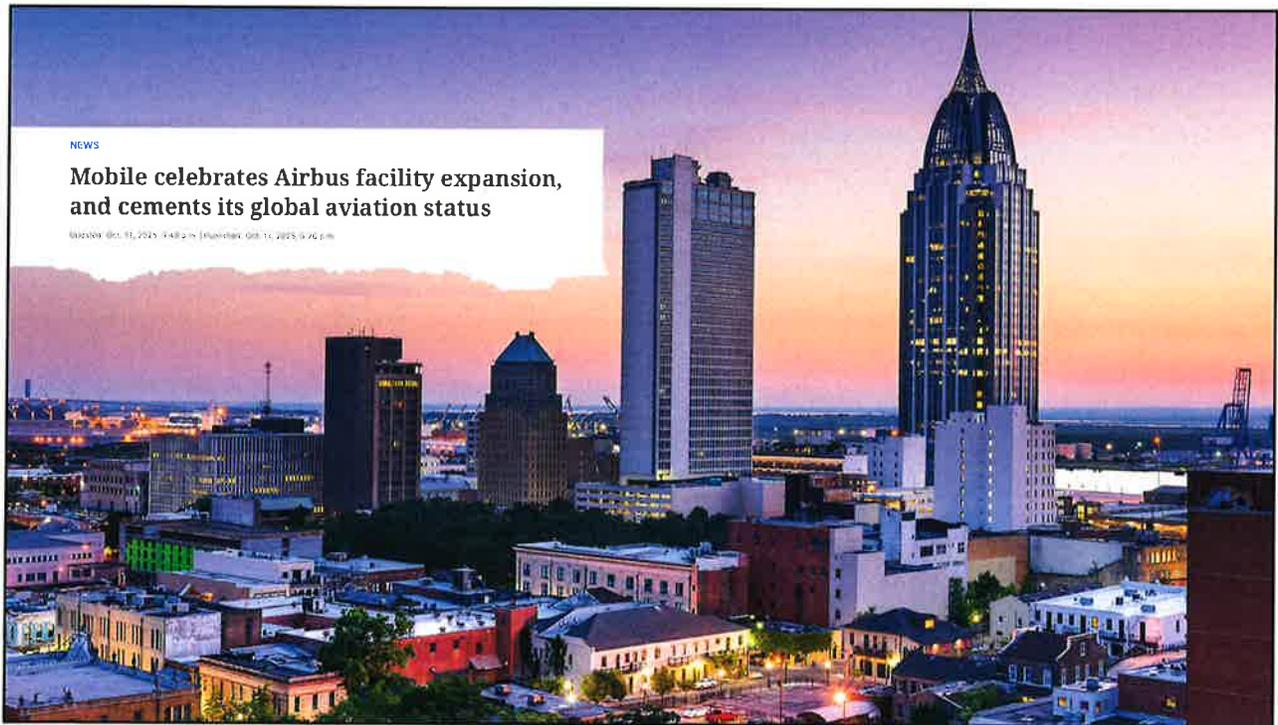


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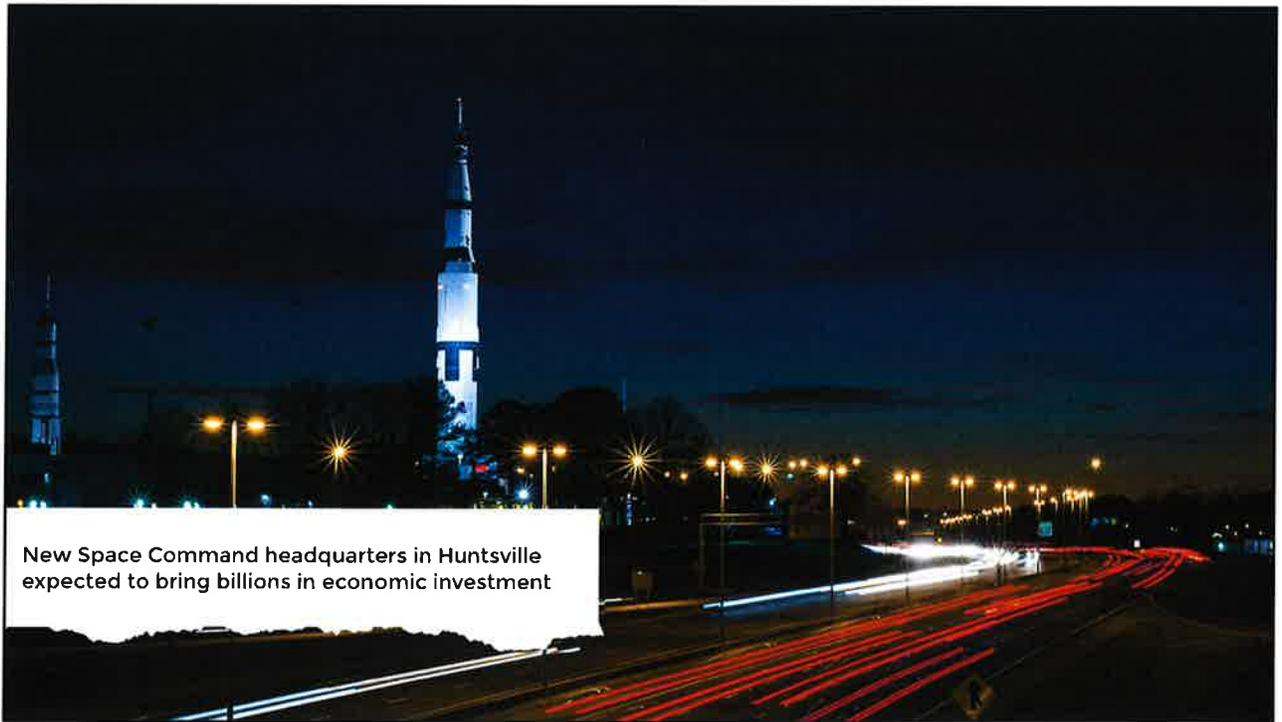


NEWS

\$98M research center creating 100 jobs in Birmingham: 'the biotech valley of this country'

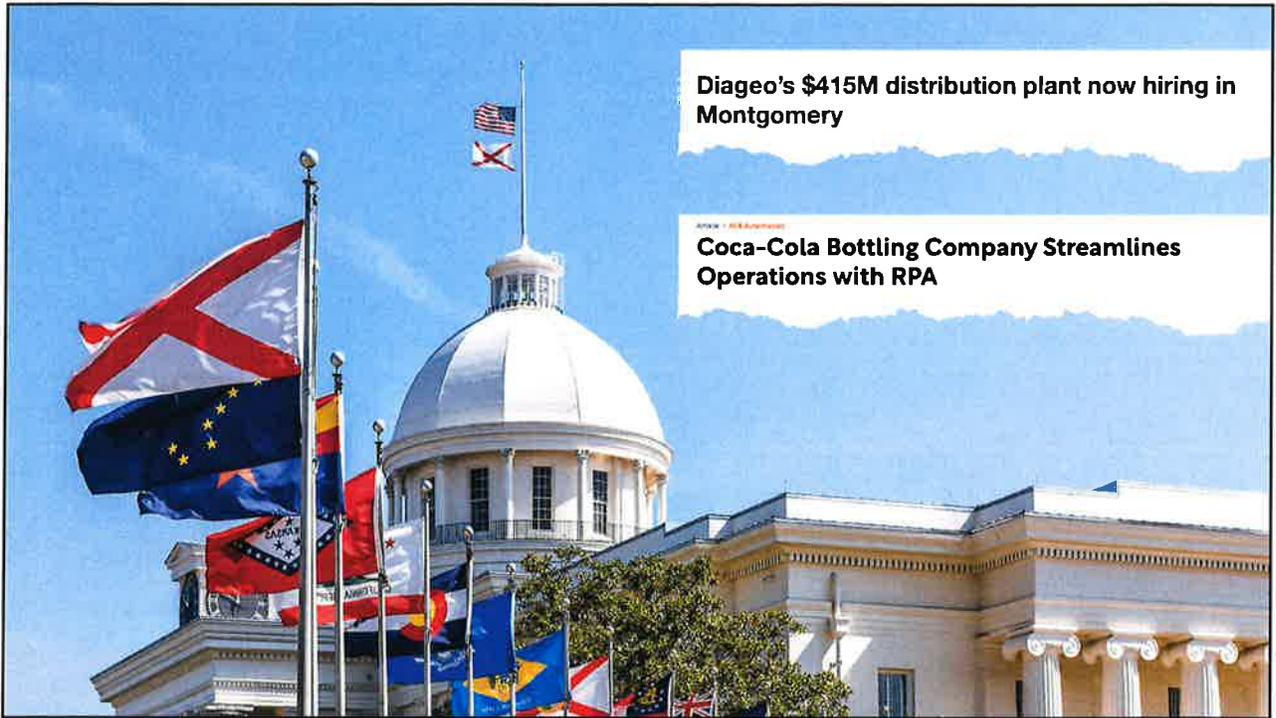
Updated Aug. 16, 2025, 8:59 a.m. ET | Published Aug. 16, 2025, 8:54 p.m.

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New Space Command headquarters in Huntsville expected to bring billions in economic investment

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Diageo's \$415M distribution plant now hiring in Montgomery

Article | 10/18/2022
Coca-Cola Bottling Company Streamlines Operations with RPA

29



Mercedes-Benz to Build New Car in Alabama

Mercedes confirms it will start building a "core" model in the U.S., but hasn't said which one.
Alfa Romeo | Writer: Manufacture | Photographer: 1/16/2025

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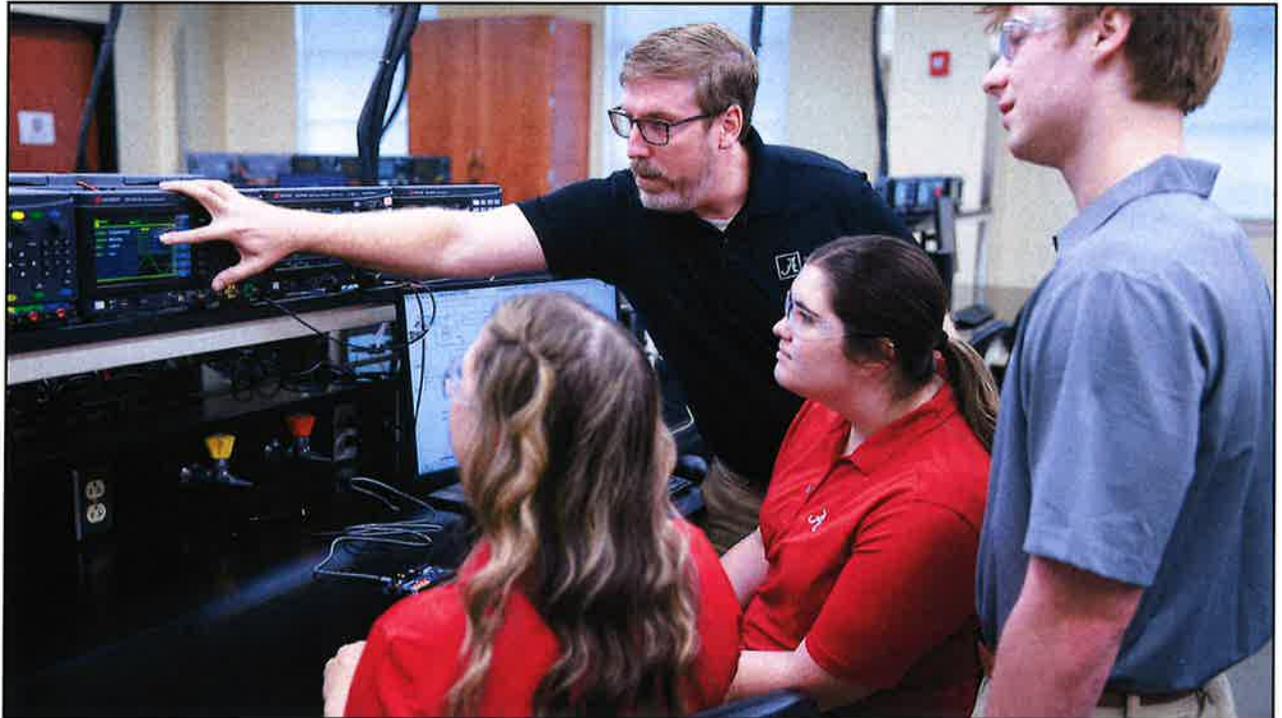


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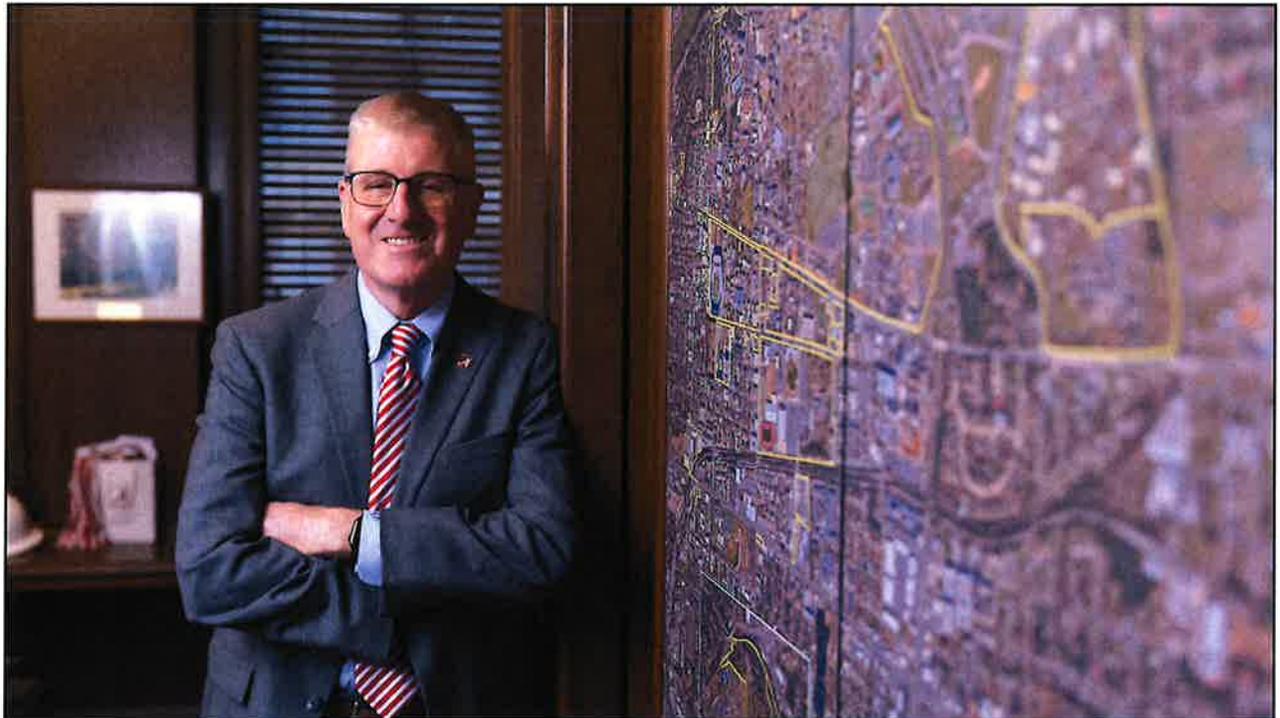
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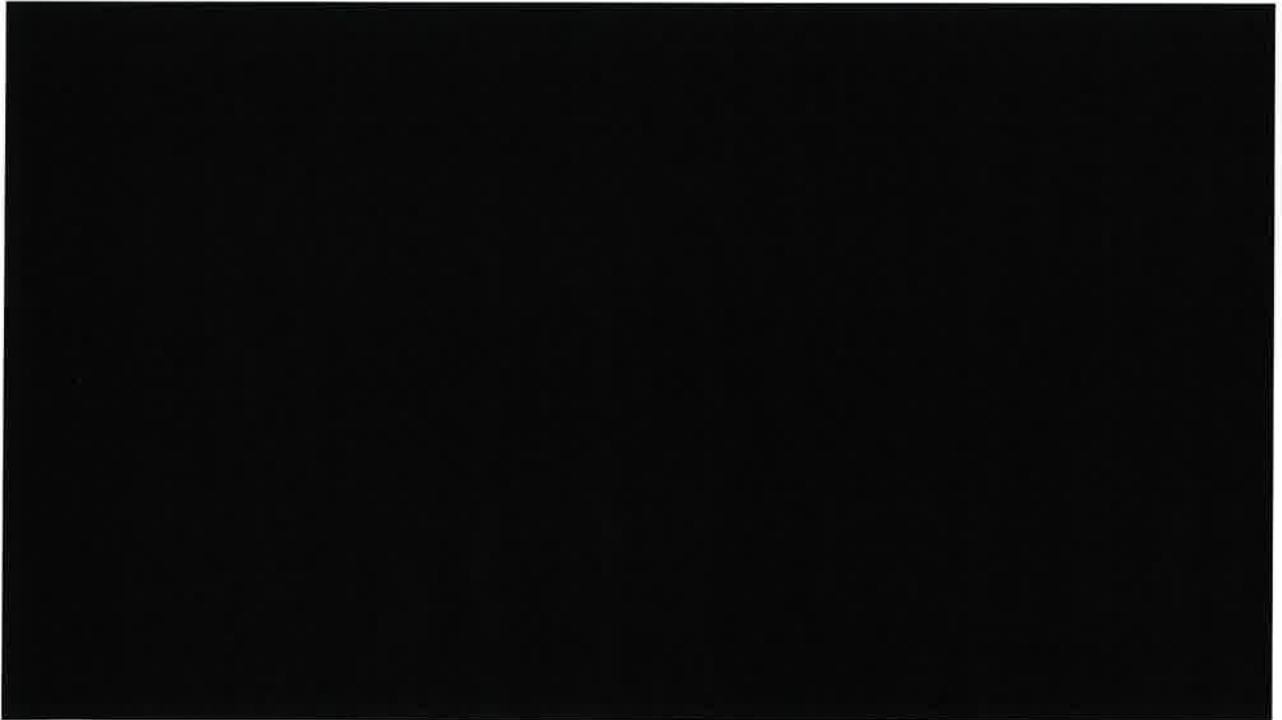
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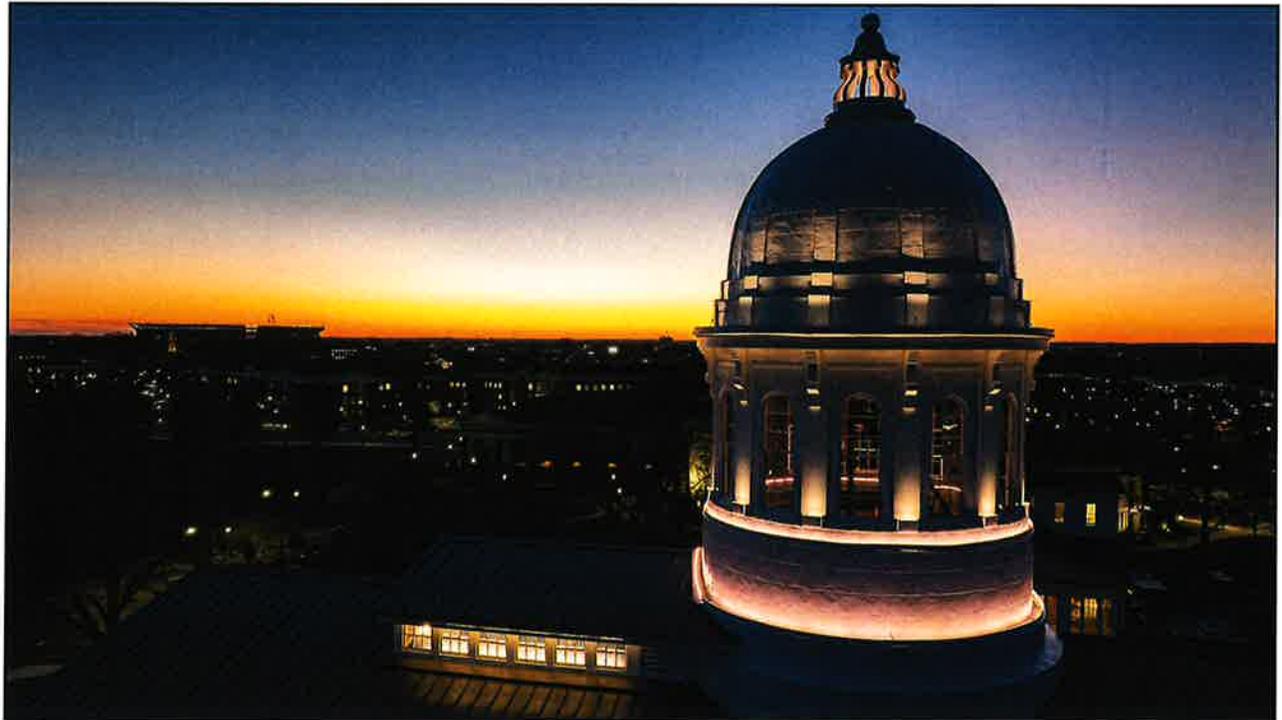
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APPENDIX A

Breakdown of Components associated with the University's Enterprise Applications Modernization Program

Modernization Component	Selection Process	Description	Footnotes	Forecasted Costs	Funding Source(s)	Early Termination Options	Additional Information
Workday, Inc. ERP (via Iron Brick Associates, LLC)	Request for Information issued Summer 2023 and was available through competitively bid cooperative contracts and evaluated by InfoTech, which is a third-party information technology advisory firm.	Subscription fee for annual technology licenses	1	\$ 1,515,000	Combination of Advancement and Technology Supplemental Appropriation Funds, reallocated funding, net new funding, and Central Reserves	Termination for convenience with 30-day written notice	10-year contract (November 17, 2025- November 16, 2035) with Iron Brick Associates, LLC, who is an authorized reseller of third party software, platforms and services including those provided by Workday, Inc. A copy of the draft contract is included in the Board submission.
Huron Consulting Services,	Competitively selected from a Request for	Will serve as the ERP Implementation Partner and include strategy development, software		\$36,750,000	Combination of Advancement and Technology Supplemental Appropriation Funds, reallocated funding, net new funding, and Central	Termination for convenience with 30-day	Fixed Fee contract for the period 12/1/25 through 7/31/28 for initial statement of work. A copy of the draft contract is
UA Staffing	Internal	One-time costs for reallocation of internal staff to ERP project roles, the funding of temporary backfill		24,323,000			Project Management working closely with
Implementation Staffing Augmentation	RFP UA25-142 issued on September 10, 2025. Proposals are due October 14, 2025. Forecasted costs are based on anticipated hourly rates; however, actual costs will reflect the hourly rates proposed in response to the RFP.	One-time costs for ERP project support services such as project management, data conversion, testing and change management. These temporary positions will fill roles throughout the project lifecycle that are unable to be performed by UA staff or through the implementation partner due to lack of capacity or insufficient skill sets.		24,000,000			and skillset. These resources will be deployed as needed.
Additional Software		These platforms are essential for establishing a secure and scalable infrastructure that enables seamless data exchange, robust user authentication, and real-time interoperability across functions. By aligning these solutions with the broader ERP architecture, the University will enhance operational efficiency, strengthen cybersecurity posture, and					The forecasted cost includes licenses, implementation partner, professional services, and internal/external staffing
1) Data Warehouse	All three will be selected using a purchasing method where public entities share competitively bid contracts to buy goods or services. This type of solicitation must follow selection methods substantially equivalent to those specified in the						
3) Integration Platform							

UNIVERSITY OF ALABAMA SYSTEM
BOARD RULE 415
BOARD SUBMITTAL CHECKLIST CRITERIA

BOARD SUBMITTAL CHECKLIST NO. 12
FACILITY LEASE REQUIRING BOARD APPROVAL¹

CAMPUS: The University of Alabama
PROJECT NAME: Capstone Hotel, Ltd. Commercial Lease Amendment, Tuscaloosa, Alabama
MEETING DATE: November 6-7, 2025

- 1. Board Submittal Checklist No. 12
- 2. Transmittal Letter to Chancellor from Campus President requesting project be placed on the agendas for the forthcoming Physical Properties Committee and Board of Trustees (or Executive Committee) Meetings
- 3. Proposed Board Resolution requesting approval of Facility Lease by the Board of Trustees
- 4. Copy of proposed Facility Lease Agreement

DocuSigned by:
 Prepared by: *Rob Cooper*
 062088766634435
 Approved by: *Matt Skinner*
 33622AA7802648D.

¹ Reference Tab 3U - Board Rule 415 Instructional Guide

October 29, 2025

Chancellor Sid J. Trant
The University of Alabama System
500 University Boulevard East
Tuscaloosa, Alabama 35401

Dear Chancellor Trant:

I am pleased to send to you for approval under Board Rule 415 the attached documents detailing a lease amendment for Capstone Hotel, Ltd.

The Resolution seeks authorization for the University to negotiate and execute an amendment allowing for an additional ten (10) year term and rebranding as a major hotel franchise.

The item has been thoroughly reviewed and has my endorsement. With your concurrence, I ask that it be added to the agenda for the Board of Trustees of The University of Alabama at their regular meeting on November 6-7, 2025.

Sincerely,



Peter J. Mohler
President

Enclosure



**EXECUTIVE SUMMARY
PROPOSED REAL ESTATE LEASE
EXECUTIVE COMMITTEE
BOARD OF TRUSTEES SUBMITTAL
MEETING DATE: November 6-7, 2025**

CAMPUS: The University of Alabama

PROJECT NAME: Capstone Hotel, Ltd. Lease Amendment

PROJECT LOCATION: 320 Paul W. Bryant Drive, Tuscaloosa, AL

LEGAL DESCRIPTION: See attached Exhibit A

ACREAGE: 4.55 acres, more or less

IMPROVEMENTS: Hotel

CONSIDERATION:

- 30-year initial lease with two ten (10) year renewal options (or through 2035)
- The Lease was amended in 2015 to include a third extended term of ten (10) years (or through 2045)
- Amendment will allow for an additional ten (10) year extension taking the lease term to September 30, 2055, and will support a planned renovation and rebranding as a major hotel franchise
 - This amendment is contingent upon Lessee executing a Franchise Agreement that is approved by The University by December 31, 2027, subject to Tenant's right to cure within 180 days. If the Tenant remains in default after the cure period, the University may terminate the lease
- Rental amounts
 - \$92,160 minimum annual Guaranteed Rent
 - Minimum annual Guarantee Rent to be adjusted every three years per CPI-U publications
 - Percentage Rent of 2.5% (increasing over the term of the Lease as provided below) of total revenue is payable to the extent the calculation exceeds the minimum rental payment
 - For the year ending on December 31, 2024, the percentage rent exceeded the minimum annual rent obligation by \$120,963

**Executive Summary
Real Estate Lease Agreement
Board of Trustees Submittal
Meeting Date: November 6-7, 2025**

- Percentage Rent Schedule
 - 2.500% Years 36-40 (Oct. 2020 – Sept. 2025)
 - 2.625% Years 41-45 (Oct. 2025 – Sept. 2030)
 - 2.750% Years 46 – 60 (Oct. 2030 – Sept. 2035 (Second Extended Term) or Sept. 2045 (Third Extended Term))
- Guaranteed Rent and Percentage Rent shall be subject to renegotiation one hundred eighty (180) days prior to the expiration of the Third Extended Term, or September 30, 2045, for the Fourth Extended Term (October 1, 2045 – September 30, 2055).
- In no event shall the Tenant Rent be less than Tenant’s total rent obligations during the 2043 through 2045 lease years
- Estimated expense for the extended 10-year term - **NONE**
- Tenant responsible for utilities, repairs and insurance

LESSEE: Capstone Hotel, Ltd.

**JUSTIFICATION
FOR LEASE
OF PROPERTY:**

The proposed use of space will maintain options for students, employees, and visitors in an area that is convenient to campus. The subject property is located along Paul W. Bryant Drive and the eventual rebranding will allow a modern, upscale facility that will improve and upgrade the mix of businesses on Paul W. Bryant Drive. The proposed lease amendment will allow the university to obtain a market rate return for the property.

OTHER ATTACHMENTS

Declaration of Designated Campus Agent or Method Selected to Dispose of Property.

Proposed Board Resolution to Authorize Campus to Proceed With Commercial Lease of Real Property

**Executive Summary
Real Estate Lease Agreement
Board of Trustees Submittal
Meeting Date: November 6-7, 2025**

**AMENDMENT NO. 9 TO LEASE FROM
THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA
TO CAPSTONE HOTEL, LTD.**

This Amendment No. 9 (the "Amendment") to Lease is entered into on the date of last signature below, by and between The Board of Trustees of the University of Alabama, a public corporation and constitutional instrumentality of the State of Alabama, by and through the University of Alabama, Tuscaloosa, Alabama ("Landlord" or "University"), and Capstone Hotel, Ltd., an Alabama limited partnership ("Tenant").

RECITALS:

A. Landlord and Tenant are parties to that certain Lease from The Board of Trustees of The University of Alabama to Capstone Hotel, Ltd. dated October 1, 1985 covering certain real property located in the City of Tuscaloosa, Tuscaloosa County, Alabama which is more particularly described in Exhibit A attached hereto and made a part hereof (the "Leased Premises" or "Hotel") and recorded in Deed Book 910, Page 330 in the Probate Office of Tuscaloosa County, Alabama, which has been previously amended by Amendment No. 1 dated January 27, 1987, Amendment No. 2 dated February 1, 1988, Amendment No. 3 dated May 19, 1989, Amendment No. 4 dated October 18, 1990, Amendment No. 5 dated July 10, 1992, Amendment No. 6 dated July 29, 2008, Amendment No. 7 dated September 21, 2015, and Amendment No. 8 dated November 5, 2020 (as so amended, collectively, the "Lease"); and

B. Landlord and Tenant each desire to amend certain provisions of the Lease; and

C. Landlord and Tenant do hereby execute this Amendment No. 9 with the full intention that the Lease is hereby acknowledged, confirmed, and ratified in all respects, and that the Lease shall remain in full force and effect and in full compliance with the terms and provisions of Section 35-4-6, Code of Alabama 1975, as amended, subject, however, to the terms and provisions of this Amendment No. 9.

NOW, THEREFORE, in consideration of the foregoing Recitals and mutual premises herein contained, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Landlord and Tenant agree to amend the Lease as follows:

1. Term. The Lease shall be extended for a period of ten (10) years beginning on October 10, 2045, and terminating on September 30, 2055 (the "Fourth Extended Term").
2. Amendment Contingent on Franchise Agreement. The Lease, as amended, shall be contingent on Tenant securing and maintaining a franchise or other equivalent, binding agreement acceptable to Landlord with a leading hotel franchisor to renovate and rebrand the existing Hotel Capstone as a major hotel brand (the "Franchise Agreement"). Landlord shall have the sole and absolute right to approve the franchisor, hotel brand, and Franchise Agreement, which approval shall not be unreasonably withheld. Tenant shall secure a fully executed Franchise Agreement acceptable to Landlord, as provided above, and satisfy all requirements thereof to be approved for franchising no later than December 31, 2027 (the "Franchise Deadline"). The failure of the Tenant to have an active Franchise Agreement

after the Franchise Deadline shall be an event of default under the Lease. In the event of a default under the Lease due to the failure of the Tenant to have secured an active Franchise Agreement, upon a written notice of this default by Landlord to Tenant, Tenant shall have a period of one hundred eighty (180) days to secure a Franchise Agreement to cure this event of default (the "Franchise Cure Period"). Landlord recognizes that the process of securing a Franchise Agreement may require a period of time in excess of the Franchise Cure Period, and, therefore, Landlord shall have the discretion, not to be unreasonably withheld, to extend the Franchise Cure Period, provided Tenant shall make substantial, commercially reasonable efforts to secure a Franchise Agreement, including, but not limited to, Tenant's active engagement in the process of approval of a Franchise Agreement with a franchisor approved by Landlord in writing. In the event Tenant fails to cure the default as provided hereunder, Landlord shall have the right to terminate the Lease at the conclusion of the Franchise Cure Period or any extension thereof, subject to the rights of a Tenant Lender (defined herein below) provided hereunder.

3. Termination of Franchise Agreement. Tenant shall maintain the Franchise Agreement and any extensions thereof for the duration of the Lease and all Extended Terms. Tenant agrees that the failure to maintain an active Franchise Agreement with a franchisor acceptable to Landlord, in Landlord's reasonable discretion, shall be an event of default under the Lease, in which event Landlord shall have the right to terminate the Lease, subject to the rights of the Tenant Lender provided hereunder. Landlord shall not be responsible for any damages resulting from premature termination of the Franchise Agreement.
4. Tenant Lender Rights. In the event Tenant's rights under the Lease shall be subject to a mortgage loan in favor of a lender (a "Tenant Lender") during any period after the date of this Amendment, any such Tenant Lender shall have the right to cure any Tenant default under the Lease. Landlord shall provide the Tenant Lender with a copy of any notice of default given to Tenant, provided that the Tenant Lender has notified Landlord of its security interest in the leasehold rights of the Tenant under the Lease. In the event that Tenant shall fail to cure a default under the terms of the Lease during the applicable cure period, Landlord shall provide notice of the same to the Tenant Lender according to the notice instructions provided to Landlord by the Tenant Lender, and thereafter the Tenant Lender shall have a cure period equal in duration to the cure period afforded Tenant under the Lease, but in no event less than fourteen (14) days. In the event of default under the Lease arising from Landlord's or Tenant Lender's receipt of notice of termination of the Franchise Agreement, a Tenant Lender shall, upon notice by Landlord to the Tenant Lender as provided hereunder, have one hundred eighty (180) days to secure a new Franchise Agreement to cure such default (the "Lender Cure Period"). Landlord recognizes that the process of securing a Franchise Agreement may require a period of time in excess of the Lender Cure Period, and, therefore, Landlord shall have the discretion to extend the Lender Cure Period, provided Tenant Lender shall make substantial, commercially reasonable efforts to secure a Franchise Agreement, including, but not limited to, Tenant Lender's active engagement in the process of approval of a Franchise Agreement with a franchisor approved by Landlord in writing. In order for Tenant Lender to receive the benefit of its right to cure a Tenant default under the Lease, such Tenant Lender shall sign and deliver an acknowledgment of this provision of the Lease, as amended hereby, to the Landlord, and the Tenant shall be solely responsible for ensuring the Tenant Lender has provided such

acknowledgment to the Landlord. The acknowledgement provided herein shall contain notice instructions for Landlord and Tenant Lender. The forgoing Tenant Lender cure period shall be contingent upon the Tenant Lender's consent to the following terms:

- a. Any Tenant Lender shall provide Landlord written notice of any default and/or termination of the Franchise Agreement upon the same terms as the Franchisor is required to provide notice to a Tenant Lender pursuant to any Lender Comfort Letter between the Franchisor and Tenant Lender.
 - b. Any Tenant Lender shall provide Landlord written notice, upon the same terms as notice is required to Tenant, prior to exercising any right to foreclose its leasehold mortgage or otherwise exercise a security interest in a Tenant Franchise Agreement or any right of Tenant under the Lease.
 - c. Any Tenant Lender shall extend to Landlord the right to cure any default under any Tenant loan secured by an interest in a Franchise Agreement or the Lease upon the same terms and conditions afforded to Tenant under the terms of such Tenant loan.
5. Franchisor Notice. Tenant shall use its reasonable best efforts to require any franchisor to provide Landlord and Tenant Lender written notice of any default by Tenant of the Franchise Agreement upon the same terms and conditions, including any applicable cure period, by which the franchisor shall notify the Tenant.
 6. Tenant's Obligation to Notify Landlord. Notwithstanding any other terms and conditions contained herein, Tenant shall notify Landlord and Tenant Lender of any notice of default of the Franchise Agreement within twenty-four (24) hours of Tenant's receipt of such notice.
 7. Sublease. Notwithstanding any provisions of the Lease to the contrary, and only if Tenant shall determine it is necessary to secure any Franchise Agreement approved by Landlord as provided herein, Tenant may sublease the Leased Premises solely for the purpose of rebranding as provided herein.
 8. Collaboration with UA Hospitality Programs. Tenant acknowledges that the Hotel is located in the center of The University of Alabama Campus and agrees that the Hotel, as rebranded, shall actively collaborate with the University's hospitality-related degree programs/concentrations through the provision of student internships, externships, and other educational opportunities. Tenant and Landlord agree to negotiate in a good faith within a reasonable period of time following the date of this Agreement, a separate and subsequent agreement defining the terms and conditions of the collaboration between the Hotel and the University's hospitality-related degree programs/concentrations.
 9. Design. Any exterior renovations, signage, branding, and other alterations to the Leased Premises shall be designed and constructed in a manner that is both visually appealing and appropriately blends into the University's campus consistent with the applicable University campus design and planning materials. The University shall work with Tenant and/or any sublessee and all Contractors to ensure that any design or plan is submitted in compliance with the applicable provisions of The University of Alabama Board Rule 415, as amended, and all said plans shall be subject to the review and approval of the University's Board of Trustees, such review and approval shall not be unreasonably withheld.

10. **Rent.** Article III of the Lease, as amended, provides for payment by Tenant to Landlord of both Guaranteed Rent and Percentage Rent (as defined therein) (collectively referred to herein as “Tenant Rent”). Landlord and Tenant acknowledge and agree that the annual specified Percentage Rent to be paid by Tenant is only calculated through the Third Extended Term, or September 30, 2045. Accordingly, Landlord and Tenant agree that all Tenant Rent shall be subject to renegotiation prior to the expiration of the Third Extended Term. At least one hundred eighty (180) days prior to the expiration of the Third Extended Term, the Parties shall review the Tenant Rent, and, if determined necessary by one or both Parties, shall commence good faith negotiations to determine a fair and commercially reasonable Tenant Rent payable by Tenant to Landlord during the Fourth Extended Term, whether composed of Guaranteed Rent and Percentage Rent as provided under the Lease or otherwise. In no event shall the Tenant Rent be less than Tenant’s total rental obligations during Years 58 through 60 of the Lease Term (2043 – 2045), whether agreed upon by the Parties or determined by a qualified consultant as provided herein below. Tenant Rent shall be agreed upon by the Parties in writing. If Landlord and Tenant fail to reach a written agreement on or before the date that is ninety (90) days prior to the expiration of the Third Extended Term, the Parties shall appoint a mutually agreed-upon third-party qualified consultant (e.g., commercial real estate broker, appraiser, or other professional qualified to determine the Tenant Rent as provided herein) to determine a fair and commercially reasonable Tenant Rent for the Fourth Extended Term, subject to the terms set forth herein above. The appropriate valuation methodology is to be determined by the third-party qualified consultant and shall use comparable hotel properties in operation at that time as the point of reference, and the rental rate determined thereby shall be the Tenant Rent for the Fourth Extended Term.
11. **Choice of Law/Immunity.** The Lease and all amendments, including this Amendment No. 9, shall be construed in accordance with the laws of the State of Alabama without regard to conflicts of law provisions. Landlord reserves all immunities to which it may be entitled pursuant to the constitutions and statutes of the United States and the State of Alabama and any other applicable provision of law. Any claim against Landlord must be made through the Alabama State Board of Adjustment. Exclusive jurisdiction of any claim neither barred by immunity nor required to be made through the Alabama State Board of Adjustment shall lie in the United States District Court for the Northern District of Alabama, Western Division (Tuscaloosa), or the Tuscaloosa County Circuit Court.
12. **Duly Authorized Signatures.** Tenant herein represents and warrants that the execution, delivery, and performance of this Amendment has been duly authorized and signed by a person who meets statutory or other binding approval to sign on behalf of the business organization as named in this Amendment and each of its members, partners, and/or affiliates, including, without limitation, Capstone Hotel, Ltd., an Alabama limited partnership, Capstone Hotel Co., an Alabama corporation and general partner of Capstone Hotel, Ltd., Capstone Hotel, Inc., an Alabama corporation, and Jackson Hospitality Services, Inc.
13. **Ratification.** All other terms and conditions of the Lease are hereby ratified as if fully set forth herein.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the Landlord and Tenant have caused this Amendment No. 9 to be executed on the dates shown below.

THE BOARD OF TRUSTEES OF THE
UNIVERSITY OF ALABAMA

By: _____
Cheryl Mowdy, Sr. Associate Vice President for
Operations

Date: _____

STATE OF ALABAMA }
COUNTY OF TUSCALOOSA }

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that Cheryl Mowdy, whose name as Sr. Associate Vice President for Operations, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of this conveyance, she has executed the same voluntarily and with full authority on the day the same bears date.

Given under my hand and official seal this ____ day of _____, 2025.

NOTARY PUBLIC
My Commission Expires:

IN WITNESS WHEREOF, the Landlord and Tenant have caused this Amendment No. 9 to be executed on the dates shown below.

Capstone Hotel Ltd.

By: _____

Title: _____

Date: _____

STATE OF ALABAMA }
COUNTY OF TUSCALOOSA }

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that _____, whose name as _____ of Capstone Hotel, Ltd, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of this conveyance, he/she has executed the same voluntarily and with full authority on the day the same bears date.

Given under my hand and official seal this ____ day of _____, 2025.

NOTARY PUBLIC
My Commission Expires:

EXHIBIT A

LEGAL DESCRIPTION

STATE OF ALABAMA

TUSCALOOSA COUNTY

A parcel of property located in Tuscaloosa County, Alabama being more particularly described as follows:

A parcel of land which is part of the University Neighborhood Development Program Area Project No. Ala. A-6, No. 3, a map or plat of which Program Area Project is recorded in Plat Book 15, at Page 59-62, reference to which is made in and of and as part of this description, and which parcel of land is more specifically described as follows:

I.

Begin at the point of intersection of the east right-of-way of 5th Avenue and the north right-of-way of 10th Street (Paul W. Bryant Drive), said point also being the southwest corner of Block G of the University Neighborhood Development Program Area Project No. Ala. A-6, No. 3 as recorded in the Probate Office of, Tuscaloosa County, Alabama, in Plat Book 15, Page 60; thence northerly along said east right-of-way for a distance of 158.13' to a point; thence easterly with an interior angle of 90°-00' for a distance of 100.00' to a point; thence northerly with an interior angle of 270°-00' for a distance of 170.00' to a point on the south right-of-way of 9th Street; thence easterly with an interior angle of 90°-00' for a distance of 536.00' along said south right-of-way and its extension to a point; thence southerly with an interior angle of 90°-00' for a distance of 319.06' to a point on the north right-of-way of said 10th Street; thence westerly with an interior angle of 90°-49' for a distance of 636.06' to the point of beginning, making an interior angle of 89°-11'.

Above described parcel contains 188,806.42 sq. ft. or 4.334 acres.

II.

Begin at a point that is 636.06' east of the point of intersection of the east right-of-way of 5th Avenue and the north right-of-way of 10th Street (Paul W. Bryant Drive), said point also being on the north right-of-way of 10th Street; thence northerly for a distance of 319.06' to a point; thence easterly with an interior angle of 90°-00' for a distance of 30.00' to a point; thence southerly with an interior angle of 90°-00' for a distance of 318.63' to a point on the north right-of-way of 10th Street; thence westerly with an interior angle of 90°-49' along said right-of-way for a distance of 30.00' to the point of beginning.

The above described parcel contains 9,565.35 sq. ft.

CAPSTONE HOTEL, LTD. LEASE AMENDMENT

SITE MAP



CAPSTONE HOTEL. LTD. LEASE AMENDMENT

SITE PHOTO



ATTACHMENT A TO BOARD RULE 415**GUIDELINES FOR PLANNING, DESIGN, AND CONSTRUCTION
OF CAPITAL PROJECTS REQUIRING BOARD APPROVAL
(\$1,000,000 OR MORE)****A. Planning of Project, Appointment of Architect/Engineer, and Approval of Budget**

1. New projects shall be presented as a Stage I submittal to the Board prior to the selection of architects/engineers. A pre-planning program statement, a pre-planning budget estimate, and other project information shall be presented on forms to be developed by the Senior Vice Chancellor for Finance and Administration and the Assistant Vice Chancellor for Construction Management. **[Annotation No. 12]**

This is an action item for the Board.

IMPORTANT: A Stage I approval granted by the Board is only valid for two years from the date of approval. After expiration of the initial Stage I approval, the project must be removed from any future communication to the Board (including without limitation the Campus Master Plan or update, Five-year Facilities Development Plan, and Annual Capital Development Plan) until a new Stage I approval is granted.

2. In certain cases, the campus administration may need the services of a design professional (Architect/Engineer [A/E]) to assist in the preparation of a program document along with schematic and/or preliminary plans (leading to a cost estimate) prior to making the decision as to whether to present the project and preliminary budget to the Board for approval. Employment of these professional services by campus administration is permissible without Board approval.
3. Submit proposed Facilities Program information in format established by the Chancellor's office to the Assistant Vice Chancellor for Construction Management for review and approval before initiation of project design. **[Annotation No. 13]**
4. Select the A/E, Construction Manager (CM) or Program Manager (PM) in accordance with Attachment B, "Selection and Approval of Architects and Engineers." Architect/Engineer Agreements on capital projects involving University facilities that require Board of Trustee approval must be between the Architect/Engineer and the University regardless of the project's funding source.
5. Seek formal approval of A/E, Construction Manager (CM) or Program Manager (PM) from the Board. Provide preliminary budget and sources of funding. (Stage II Submittal) **[Annotation No. 14]**

This is an action item for the Board.

6. Prepare and execute A/E agreement and CM/PM Agreements. All A/E agreements and construction contracts shall be prepared in accordance with established professional standards such as, the Alabama Board for Registration of Architects, the Alabama Board for Registration of Engineers, the Alabama Contractors Licensing Board and the Alabama Building Commission, or other generally recognized construction standards. Any standards used should recognize the tax-exempt status of the Board and the ultimate authority of the Board.
7. In collaboration with A/E, develop schematic design, secure approval from all applicable review and regulatory agencies, and prepare schematic design budget. Proceed with preliminary design and budget development. The exterior design of each project shall be in accordance with the architectural design standards included in approved Campus Master Plans. The Board must concur with the architectural design of a project before initiation of final construction documents and specifications. (Stage III Submittal) [Annotation No. 14]

This is an action item for the Board.

IMPORTANT: All capital construction projects which will substantially affect the visual appearance of the campus (such as new construction, major building additions, exterior renovations, etc.) must be presented to the Board for review and approval with realistic renderings and/or models prior to Step 8. Renderings and models are not required for interior renovations (of existing facilities), which fall within this category. In addition, information regarding line-of-sight impact, scale and massing of new construction as it relates to existing buildings in the immediate area of the new construction shall be presented to the Board prior to Step 8.

8. Proceed with preparation of construction documents and pre-bid cost estimates.
9. In accordance with the provisions of Title 39-Code of Alabama, general contractors, construction managers, and design-build firms shall be pre-qualified to submit competitive proposals on capital projects.
10. In collaboration with A/E, prepare final budget, advertise project, receive construction bids. Normally, the contingency allowance should not exceed a maximum of 5% of construction cost for new projects and 10% of construction costs for renovation projects.
11. Recommend award of contract to Board. Provide summary of bid tabulations, sources of funding, and qualification statements of the successful bidder. (Stage IV Submittal) [Annotation No. 15]

This is an action item for the Board.

IMPORTANT: Construction contracts on Capital projects involving interior renovations (of existing facilities) or underground utility work may be awarded without Board approval under the following conditions:

- a. The estimated Total Project Budget is \$10,000,000 or less.
- b. The Project has received Stage I and Stage II approval from the Board of Trustees.
- c. The Project is advertised and bid according to the requirements and stipulations of Title 39 of The Code of Alabama 1975.
- d. The Assistant Vice Chancellor for Construction Management reviews the proposed contract award with the Chair of the Physical Properties Committee who provides authorization to award.
- e. The Assistant Vice Chancellor for Construction Management prepares a report for inclusion in the Physical Properties Committee meeting agenda summarizing the applicable project activity for the period.

If requested by a campus and approved by Board Resolution, a campus may award trade contracts on construction management (multi-phase) projects without specific Board approval under the following conditions:

- f. Each campus submits, prior to the receipt of bids, detailed quantitative budget estimates for each trade contract.
- g. The cumulative bid totals are equal to or less than the above-referenced trade contract estimates.
- h. The campuses provide ongoing reports to the Chancellor's office on awarded trade contracts.
- i. Budget overruns shall not occur without specific Board approval.

IMPORTANT: Capital construction projects with a Total Project Budget equal to or greater than \$1,000,000 can be executed using multiple construction "packages". For example, Package A – Demolition and Abatement; Package B – Construction. (Not to be confused with a Construction Management (CM) delivery of multiple trade contracts – See above for CM instructions.) Generally, a construction contract for a "package" can be awarded without Board approval under the following conditions:

- j. A Total Project Budget including the proposed construction package as a line item has been reviewed and approved at the Stage II or Stage III level by the Board of Trustees.
- k. The budgeted amount for the construction package is less than \$1,000,000.
- l. A Total Project Budget with multiple construction packages must include at least one construction package in excess of the \$1,000,000 threshold.

- m. The bid amount for the construction package does not exceed the budget line item included in the approved Total Project Budget.
 - n. The campus must provide notification of the construction contract award for the package to the Assistant Vice Chancellor for Construction Management.
 - o. The contract award for the construction package is noted in a future Resolution to the Board of Trustees.
12. Prepare and execute construction contract(s).
 13. Issue Notice to Proceed. Administer construction contract, approve contract change orders in accordance with Attachment J, "Contract Change Order Procedures" within a maximum contingency allowance of 5% of construction costs for new projects and 10% of construction costs for renovation projects and underground utility projects. Increases to the total project budget must be presented to the Board for approval.
 14. Accept project.
 15. Disburse final payment to contractor.
 16. Transmit Post-Construction Report to Assistant Vice Chancellor for Construction Management in accordance with Attachment I, "Capital Project Report".
 17. At the conclusion of each project, each campus shall prepare a formal review of the design professionals' performance on issues such as timeliness, cost overruns, quality of service, etc., in a format as directed by the Chancellor's office. In addition, each campus shall prepare a formal review of each construction professional's performance on issues such as project coordination, change orders, time delays, maintaining critical schedules, etc., in a format as directed by the Chancellor's office.

The Chancellor's office shall maintain database evaluations from each campus reflecting the performance appraisals for design and construction professionals, and this data base shall be made available to all campuses to be used in the selection of design and construction professionals and pre-qualifying general contractors, construction managers, and design-build firms.

THE UNIVERSITY OF ALABAMA®

UA Academic Program Naming Opportunities

Description	Recommended
Academic Affairs	
Capstone Center for Student Success	\$12,000,000
REACH Program	\$5,000,000
Barefield College of Arts and Sciences	
School of Music	\$8,000,000
New College	\$6,000,000
Department of Geological Sciences	\$5,000,000
A&S Student Services Center	\$3,000,000
College of Communication and Information Sciences	
Office for Research in Media Integrity	\$3,000,000
College of Education	
Literacy Center	\$5,000,000
Culverhouse College of Business	
Alabama Entrepreneurship Institute	\$15,000,000
Department of Information Systems, Statistics and Management Science	\$5,000,000
Risk Management and Insurance Program	\$5,000,000
Center for Corporate Ethics	\$3,000,000
Human Resources Institute	\$3,000,000
Honors College	
Achieve Scholars Program	\$3,000,000
Office for Research and Economic Development	
Alabama Life Research Institute	\$20,000,000
Alabama Transportation Institute	\$20,000,000
Alabama Water Institute	\$20,000,000
Student Life	
Center for Veteran and Military Affairs	\$3,500,000
Center for Service and Leadership	\$3,000,000
Office of Student Involvement	\$3,000,000
Styslinger College of Engineering	
Department of Electrical Engineering	\$12,000,000
Department of Mechanical Engineering	\$12,000,000
Center for Advanced Public Safety	\$5,000,000

THE UNIVERSITY OF ALABAMA®

Description	Recommended
Integrative Center for Athletic and Sport Technology	\$4,000,000
Center for Advanced Vehicle Technologies	\$3,000,000
Center for Complex Hydrosystems Research	\$3,000,000
Center for Sustainable Infrastructure	\$3,000,000
Center for Water Quality Research	\$3,000,000
Remote Sensing Center	\$3,000,000
University Transportation Center	\$3,000,000

The University of Alabama
 Approving/Revising Endowed Funds
 November 6-7, 2025 Board Meeting



Donor(s)	Fund Name	Purpose	Corpus
Alabama Interfraternity Council	Alabama Interfraternity Council Endowed Scholarship	Priority of consideration shall be given to freshman, sophomore or junior students who are members of the Alabama Interfraternity Council and demonstrate leadership within the Greek community.	\$52,794
Major General Nora A. Astafan (Retired)	Major General Nora Alice Davidson -Astafan Endowed Pre-Med Scholarship	Priority of consideration shall be given to students who graduated from a high school in Walker County, Alabama, are enrolled in the Barefield College of Arts and Sciences and are on the pre-medical track. Second priority of consideration shall be given to students who graduated from a high school in Walker County, Alabama, are enrolled in the Barefield College of Arts and Sciences and have a strong interest in medical research. An essay is required for applicant consideration.	\$25,000
Mr. and Mrs. Albert D. Byrd	Albert D. Byrd Endowed Clarinet Scholarship	Priority of consideration shall be given to students who graduated from Chilton County High School in Clanton, Alabama, and are clarinet players in the Million Dollar Band. Second priority of consideration shall be given to clarinet players in the Million Dollar Band.	\$25,000
Friends and former students of Dr. Sheryl Cohen	Dr. Sheryl Cohen Endowed Flute Scholarship	First priority of consideration shall be given to students enrolled in the Barefield College of Arts and Sciences and pursuing a degree in the School of Music whose primary instrument is the flute. Second priority of consideration shall be given to students enrolled in the Barefield College of Arts and Sciences and pursuing a degree in the School of Music whose primary instrument is another woodwind instrument (clarinet, oboe, saxophone, bassoon).	\$25,109
Mr. and Mrs. Samuel B. Culpepper	*PROPOSED: Bruce and Marguerite Culpepper Collegiate Recovery Endowed Support Fund	*PROPOSED: The endowment earnings shall be used to provide key discretionary support for the Office of Collegiate Recovery and Intervention Services at the University. The support fund shall be used for a variety of purposes in support of the program's mission. If this fund is used to award scholarships, priority of consideration shall be given to students who are involved in the recovery process in the Collegiate Recovery and Intervention Services program.	\$45,332
Mr. and Mrs. Gary M. Adams	Ashley Adams Davidson Endowed Scholarship	Priority of consideration shall be given to students enrolled in the College of Education, who graduated from a high school within the state of Alabama and demonstrate financial need, although not necessarily need as defined by federal guidelines. Second priority of consideration shall be given to students enrolled in the College of Education who demonstrate financial need, although not necessarily need as defined by federal guidelines.	\$27,250
Mrs. Susan B. Brown	Burt and Jean Davis Endowed Entrepreneurship Support Fund	The endowment earnings shall be used to support students in the summer entrepreneurship program as part of The EDGE program in the Culverhouse College of Business at the University. The support fund shall be used for a variety of purposes in support of the program's mission, including scholarship support.	\$25,002
Mr. and Mrs. Hilton Dean	*PROPOSED: G. Hilton Dean Endowed Distinguished Chair of Accountancy	*PROPOSED: The endowment earnings shall be used to attract and/or retain nationally recognized scholars and/or experts in the field of accounting who will make a difference in the quality of teaching and research in the Culverhouse School of Accountancy. Earnings shall be used for the broad support of the teaching, service, and research efforts of the holder of the chair, including, but not limited to, salary support, graduate research assistantships, research equipment, and support for research efforts. This position shall always be awarded to the Director of the Culverhouse School of Accountancy.	\$2,094,294
Mr. and Mrs. Hilton Dean	Hilton and Sallie Dean Endowed LIFE Program Support Fund	The endowment earnings shall be used to provide support for the Culverhouse LIFE Program in the Culverhouse School of Accountancy. The support fund shall be used for a variety of purposes in support of the program's mission.	\$515,515
Mrs. Pamela F. Tims	Roma Jean Fuller Memorial Endowed Child Welfare Scholarship	Priority of consideration shall be given to students who are enrolled in the MSW Program, are residents of Alabama and have an interest in working in child welfare.	\$25,000

* Indicates Revision

The University of Alabama
 Approving/Revising Endowed Funds
 November 6-7, 2025 Board Meeting



Donor(s)	Fund Name	Purpose	Corpus
Mr. Andrew N. Hey	Andrew N. Hey Endowed English Support Fund	The endowment earnings shall be used to provide support for graduate students majoring in English in the Department of English in the Barefield College of Arts and Sciences at the University, including scholarship support.	\$25,000
Dr. James B. Kracht	Erin Briggs Fletcher Kracht Endowed Education Scholarship	Priority of consideration shall be given to undergraduate students who are enrolled in the College of Education, majoring in elementary education, possess a 3.0 or higher grade point average on a 4.0 scale, and demonstrate financial need, although not necessarily need as defined by federal guidelines.	\$50,516
The Ingram Lee Foundation	Ingram Lee Endowed Scholarship	*PROPOSED: First priority of consideration shall be given to full-time undergraduate students who graduated from a high school in Gadsden, Alabama, possess a 3.0 or higher grade point average on a 4.0 scale and demonstrate financial need, although not necessarily need as defined by federal guidelines. Second priority of consideration shall be given to students who graduated from a high school in Alabama, possess a 3.0 or higher grade point average on a 4.0 scale and demonstrate financial need, although not necessarily need as defined by federal guidelines. Preference shall be given to students who have not received additional private scholarship support. The scholarship may be renewable for each of the subsequent years of a recipient's undergraduate education provided the scholarship committee deems the recipient's performance and academic progress satisfactory and provided the recipient remains enrolled at the University. The Donor Representative requests that no scholarship award be less than \$5,000.	\$200,000
276 Ms. Juanita S. Lewis	Juanita S. Lewis Endowed Faculty Support Fund in Mathematics	The endowment earnings shall be used to provide key discretionary support for the Department of Mathematics in the College of Arts and Sciences at the University. The support fund shall be used for a variety of purposes in support of the program's mission, including, but not limited to, faculty recruitment, salary, research equipment and travel expenses.	\$32,000
Mr. and Mrs. Sean G. McGould	Eille McGould Endowed CHES Scholarship	Priority of consideration shall be given to students who are enrolled in the College of Human Environmental Sciences and are studying hospitality management. The scholarship is intended to support students who have overcome and/or currently face challenges related to their health and/or well-being, have contributed to the lives of individuals with such challenges, and/or have an interest in or promoted the needs of individuals with such challenges. An essay is required for applicant consideration.	\$25,000
Mr. and Mrs. Rob Noland	Jerry Sherrill Noland '64 REACH Endowed Support Fund	The endowment earnings shall be used to provide key discretionary support for the Alabama REACH Program at the University. The support fund shall be used for a variety of purposes in support of the program's mission. If this fund is used to award scholarships, priority of consideration shall be given to students who are enrolled at the University and participating in the Alabama REACH Program.	\$50,000
Mr. James M. Rowell	Rowell Family Endowed Business Scholarship	Priority of consideration shall be given to students enrolled in the Culverhouse College of Business who demonstrate financial need, although not necessarily need as defined by federal guidelines.	\$26,174
Mr. and Mrs. Jason P. Windham	Jason and Susan Windham Endowed Engineering Scholarship	Priority of consideration shall be given to rising junior students enrolled in the College of Engineering who graduated from a high school in Milton, Florida, or Baton Rouge, Louisiana.	\$25,000

* Indicates Revision

Naming Opportunities
Facility Name: UAB School of Dentistry

Space Type/Name	Square Footage	Construction Cost	50% Pricing	33% Pricing	38% Pricing	Proposed Naming Price
317 A (Patient Consult Room)	217	\$33,000	\$16,500	\$10,890	\$12,540	\$20,000
317 B (Patient Consult Room)	217	\$33,000	\$16,500	\$10,890	\$12,540	\$20,000
317 C-(Patient Prep Room)	127	\$19,200	\$8,600	\$6,336	\$7,296	\$20,000
317/318/319 (13 Operatory Bays 319A-H & 318B-E) -Priced per operatory	148	\$22,385	\$11,192	\$7,389	\$8,506	\$25,000 each
318 A-(3D Printing Lab)	388	\$59,000	\$29,500	\$19,470	\$22,420	50,000
318 G-(Patient Consult Room G)	94	\$14,200	\$7,100	\$4,686	\$5,396	\$10,000
318 H & 319 K (Sterilization Room)	204	\$30,800	\$15,400	\$10,164	\$11,704	\$50,000
319 J & 319 J1 (Faculty Consult Room)	197	\$30,000	\$15,000	\$9,900	\$11,400	\$15,000
321-(4 Operatory Bays 321A-D) - Priced per operatory	119.25	\$18,000	\$9,000	\$5,940	\$6,840	\$25,000 each

**SCHOOL OF DENTISTRY - 3RD FLOOR CLINIC RENOVATION
SCOPE OF WORK - 3/13/2025**

1

317A & 317B

- Storefront wall with door similar to Rm 330
- New carpet & base
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Move 1 existing treatment chair into each room & connect to power in floor
- New desk & task chair

2

317C

- Storefront wall with door similar to Rm 330
- New carpet & base
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Existing equipment to remain in place during renovation

3

317 / 318 / 319

- LVT on top of existing floor
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Remove treatment chairs to do work if necessary
- Keep existing treatment bay partitions as-is
- Keep existing treatment chairs & move as needed to complete renovation
- New task stools

278

4

318A

- Keep existing floor as-is
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Keep existing casework as-is
- New task stools for doctors

5

318G

- New carpet & base
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Resurface / paint existing cabinets / install new cabinet hardware
- New task stools

6

318H & 319K

- LVT on top of existing floor
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Keep existing casework as-is
- Paint existing doors

7

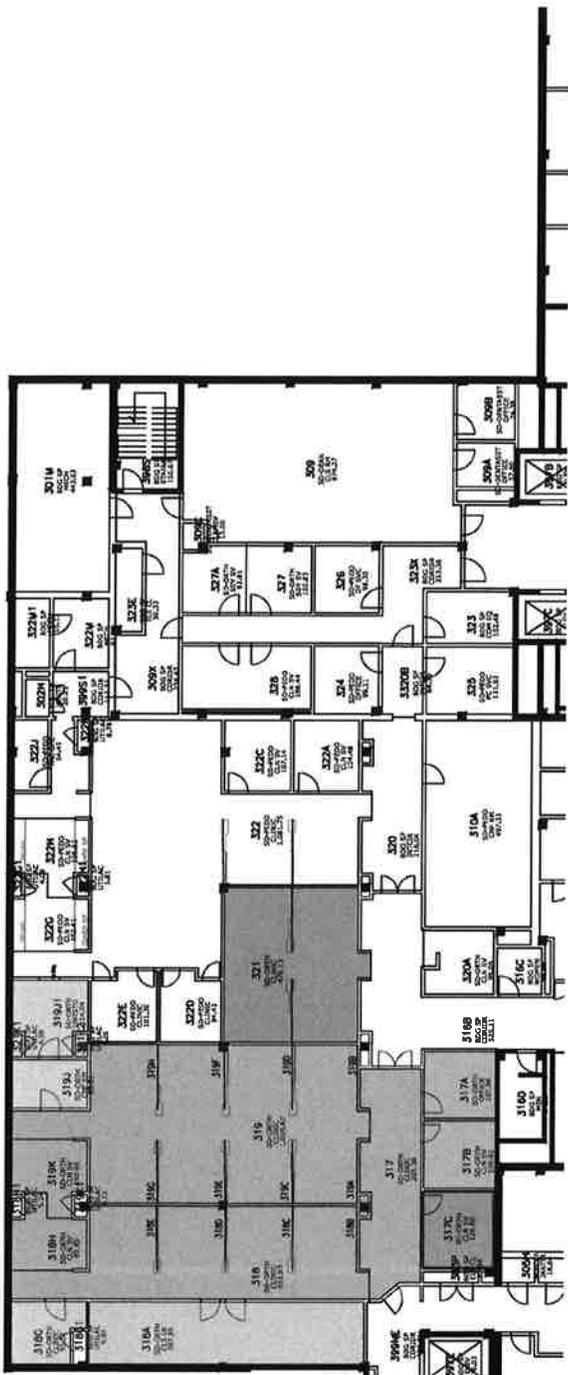
319J & 319J1

- LVT on top of existing floor
- Patch & paint walls
- New ceiling tile & LED light fixtures (keep existing grid)
- New doors
- New soft seating & table & chairs in 319J1
- Keep existing casework in 319J as-is

8

321

- LVT on top of existing floor
- Patch & paint walls
- New ceiling tile & grid & LED light fixtures
- Existing cabinets to remain as-is
- New task stools



* NOTE: ABATEMENT AS
NEEDED THROUGHOUT

UAB The University of Alabama at Birmingham.

Consideration of Resolution Approving Endowed Funds and Revisions to Endowed Funds
November 6th-7th, 2025 Board Meeting

Donor(s) or Donor Representative	Fund Name	Purpose	Corpus
Judy Dyess and Seth Dyess	Fred Dyess Endowed Student Award in History	This endowed award will be used to support undergraduate students who are currently enrolled in or admitted to a degree-granting program in the Department of History within the College of Arts and Sciences at UAB. Eligible applicants must demonstrate solid academic promise and achievement, with a minimum 2.5 GPA, and must have financial need that may otherwise prevent them from attending the University. Preference will be given to non-traditional students, defined as those who did not attend UAB directly from high school, who have transferred from a community college, or who have enrolled later in their career to continue their education.	\$10,000
Various friends and family	<p>*PREVIOUS: Megan Louise Montgomery Memorial Scholarship (Established 9/17/2021)</p> <p>*PROPOSED: Megan Montgomery and Meredith Montgomery-Price Endowed Scholarship</p>	With the consultation and agreement of the Donors, the University requests approval to rename the Megan Louise Montgomery Memorial Scholarship as the Megan Montgomery and Meredith Montgomery-Price Endowed Scholarship	\$34,946
Dr. Nick Kim, D.M.D., M.D.S., along with various family, friends, and colleagues	Dr. Daniel Andrews, D.M.D., Endowed Scholarship in the School of Dentistry	This endowed scholarship will be used to support first-year students enrolled in the School of Dentistry at UAB. Eligible applicants must demonstrate financial need that may otherwise prevent them from attending the University.	\$35,350
Mr. John A. Kueven,, along with various family, friends, and colleagues	Chuck Stokes Memorial Endowed Scholarship in Health Administration and the Chuck Stokes Memorial Endowed Scholarship in Health Administration Quasi-Endowment	This endowed scholarship will be used to support students enrolled in or admitted to the Master of Science in Health Administration – Residential program within the School of Health Professions. Eligible applicants must demonstrate solid academic promise and achievement, with a minimum 3.0 GPA, and must have financial need that may otherwise prevent them from attending the University. Consideration will also be given to the merit of the student. Preference will be given to applicants with health care clinical experience.	Pure Endowment: \$15,506.39. The University wishes to add \$12,500 in philanthropic funds from the Strategic Initiative Fund to the quasi-endowment related to the pure endowment titled the Chuck Stokes Memorial Endowed Scholarship in Health Administration. This addition will bring the corpus of the endowment to \$28,006.39.
David Morris and Kevin Beaubouef	David M. Morris Endowed Support Fund in Physical Therapy Quasi-Endowment	The University wishes to use funds of \$12,500 in philanthropic funds from the Strategic Initiative Fund for the establishment of a quasi-endowment related to the pure endowment titled the David M. Morris Endowed Support Fund in Physical Therapy. The University will match pledge payments on a 1:1 basis as they are received.	Pure Endowment: \$2,000.
The William Randolph Hearst Foundation, along with various friends	<p>*PREVIOUS: William Randolph Hearst Foundation Endowed Scholarship (Established 9/14/2000)</p> <p>*PROPOSED: William Randolph Hearst Foundation Endowed Dean Scholarship</p>	With the consultation and agreement of the Donors, the University requests approval to convert and rename the William Randolph Hearst Foundation Endowed Scholarship to the William Randolph Hearst Foundation Endowed Dean Scholarship. This endowed scholarship will be used to support students enrolled in or admitted to a degree-granting program in the School of Public Health at the University. Preference will be given to first-generation college students, followed by students from rural areas or rural high schools, as defined by areas outside urbanized regions of 50,000 or more.	\$254,095

UAB The University of Alabama at Birmingham.

Consideration of Resolution Approving Endowed Funds and Revisions to Endowed Funds
November 6th-7th, 2025 Board Meeting

Donor(s) or Donor Representative	Fund Name	Purpose	Corpus
Judy Dyess and Seth Dyess	Fred Dyess Endowed Student Award in History	This endowed award will be used to support undergraduate students who are currently enrolled in or admitted to a degree-granting program in the Department of History within the College of Arts and Sciences at UAB. Eligible applicants must demonstrate solid academic promise and achievement, with a minimum 2.5 GPA, and must have financial need that may otherwise prevent them from attending the University. Preference will be given to non-traditional students, defined as those who did not attend UAB directly from high school, who have transferred from a community college, or who have enrolled later in their career to continue their education.	\$10,000
Various friends and family	*PREVIOUS: Megan Louise Montgomery Memorial Scholarship (Established 9/17/2021) *PROPOSED: Megan Montgomery and Meredith Montgomery-Price Endowed Scholarship	With the consultation and agreement of the Donors, the University requests approval to rename the Megan Louise Montgomery Memorial Scholarship as the Megan Montgomery and Meredith Montgomery-Price Endowed Scholarship	\$34,946
Dr. Nick Kim, D.M.D., M.D.S., along with various family, friends, and colleagues	Dr. Daniel Andrews, D.M.D., Endowed Scholarship in the School of Dentistry	This endowed scholarship will be used to support first-year students enrolled in the School of Dentistry at UAB. Eligible applicants must demonstrate financial need that may otherwise prevent them from attending the University.	\$35,350
Mr. John A. Kueven, along with various family, friends, and colleagues	Chuck Stokes Memorial Endowed Scholarship in Health Administration and the Chuck Stokes Memorial Endowed Scholarship in Health Administration Quasi-Endowment	This endowed scholarship will be used to support students enrolled in or admitted to the Master of Science in Health Administration – Residential program within the School of Health Professions. Eligible applicants must demonstrate solid academic promise and achievement, with a minimum 3.0 GPA, and must have financial need that may otherwise prevent them from attending the University. Consideration will also be given to the merit of the student. Preference will be given to applicants with health care clinical experience.	Pure Endowment: \$15,506.39. The University wishes to add \$12,500 in philanthropic funds from the Strategic Initiative Fund to the quasi-endowment related to the pure endowment titled the Chuck Stokes Memorial Endowed Scholarship in Health Administration. This addition will bring the corpus of the endowment to \$28,006.39.
David Morris and Kevin Beaubouef	David M. Morris Endowed Support Fund in Physical Therapy Quasi-Endowment	The University wishes to use funds of \$12,500 in philanthropic funds from the Strategic Initiative Fund for the establishment of a quasi-endowment related to the pure endowment titled the David M. Morris Endowed Support Fund in Physical Therapy. The University will match pledge payments on a 1:1 basis as they are received.	Pure Endowment: \$2,000.
The William Randolph Hearst Foundation, along with various friends	*PREVIOUS: William Randolph Hearst Foundation Endowed Scholarship (Established 9/14/2000) *PROPOSED: William Randolph Hearst Foundation Endowed Dean Scholarship	With the consultation and agreement of the Donors, the University requests approval to convert and rename the William Randolph Hearst Foundation Endowed Scholarship to the William Randolph Hearst Foundation Endowed Dean Scholarship. This endowed scholarship will be used to support students enrolled in or admitted to a degree-granting program in the School of Public Health at the University. Preference will be given to first-generation college students, followed by students from rural areas or rural high schools, as defined by areas outside urbanized regions of 50,000 or more.	\$254,095

<p>Joel H. Dobbs, Pharm.D., M.P.H.</p>	<p>*PREVIOUS: Joel H. Dobbs Endowed Scholarship in Pharmacoepidemiology (Established 4/14/2023)</p> <p>*PROPOSED: Joel H. Dobbs Endowed Eminent Scholarship in Pharmacoepidemiology</p>	<p>With the consultation and agreement of the Donor, the University requests approval to convert and rename the Joel H. Dobbs Endowed Scholarship in Pharmacoepidemiology to the Joel H. Dobbs Endowed Eminent Scholarship in Pharmacoepidemiology. This endowed eminent scholarship will be used to support students enrolled in or admitted to a graduate degree-granting program in the School of Public Health. Eligible applicants must demonstrate solid academic promise and achievement, with a minimum 3.0 GPA, and will be considered on the basis of merit. Preference will be given in the following order: first, to students pursuing careers in pharmaceuticals or pharmacoepidemiology; second, to students enrolled in the MPH/PharmD coordinated degree track; and third, to students enrolled in the MPH/MBA coordinated degree track.</p>	<p>\$105,000</p>
<p>Dr. and Mrs. Hubert Rodriguez, Jr.</p>	<p>Hubert Rodriguez, M.D., Endowed Medical Scholarship</p>	<p>This endowed scholarship will be used to support students enrolled in or admitted to a degree-granting program in The University of Alabama at Birmingham Marnix E. Heersink School of Medicine. Preference will be given to third- or fourth-year medical students who demonstrate an interest in pediatrics, with additional preference for first-generation college students.</p>	<p>\$25,000</p>
<p>Richard D. and Gloria J. deShazo</p>	<p>*PROPOSED: Richard D. and Gloria J. deShazo Endowed Medical Scholarship</p>	<p>*PROPOSED: This endowed scholarship will support students in the Department of Medical Education within The University of Alabama at Birmingham Marnix E. Heersink School of Medicine. Eligible applicants must be from Alabama or Mississippi and should demonstrate a commitment to serving communities in Alabama with unmet healthcare needs, including rural areas. All students will be considered, with special consideration for those with financial need. Preference will be given to first-year medical students, renewable each year if the Fund's requirements continue to be met.</p>	<p>\$450,955</p>
<p>Various colleagues, students, friends, and family</p>	<p>Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology</p>	<p>This endowed support fund will honor Dr. Dubovsky's commitment to education and mentorship by enhancing clinical training in radiology within The University of Alabama at Birmingham Marnix E. Heersink School of Medicine. The fund will provide financial support for trainees' educational pursuits, including conference travel, and will support an annual lecture in nuclear medicine featuring distinguished physician-scientists.</p>	<p>\$75,950</p>
<p>Various friends and family</p>	<p>Kaden Majerek Memorial Endowment for the Regional Newborn Intensive Care Unit</p>	<p>This endowed support fund will be used to provide family service assistance to families with a micro-preemie baby in the Regional Newborn Intensive Care Unit at the University.</p>	<p>\$25,726.47</p>

Advancement

MEMORANDUM

TO: Joyner Crane, MBA
Assistant Director of Gift Administration and Data

FROM: Kimberley Burnett
Director of Gift and Records Administration

DATE: September 10th, 2025

SUBJECT: Board Resolution

Resolution Title: Consideration of Resolution Approving Endowed Funds and Revisions to Endowed Funds.

Funds Received:

Fund Name	Amount
Fred Dyess Endowed Student Award in History	\$10,000
Daniel Andrews, D.M.D. Endowed Scholarship in Dentistry	\$35,350
Chuck Stokes Memorial Endowed Scholarship in Health Administration	\$15,506.39
William Randolph Hearst Foundation Endowed Scholarship	\$254,905
Joel H. Dobbs Endowed Scholarship in Pharmacoepidemiology	\$105,000
Hubert Rodriguez, M.D., Endowed Medical Scholarship	\$25,000
Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology	\$75,950
Kaden Majercik Memorial Endowment for the Regional Newborn Intensive Care Unit	\$25,726.47

Thank you for your help.

Kimberly Marie Burnett
Kimberly Marie Burnett (Sep 11, 2025, 10:15:01)

Kimberly Burnett

**GIFT AGREEMENT
Fred Dyess Endowed Student Award in History
at
The University of Alabama at Birmingham**

The following sets forth the agreement between Mr. Seth Dyess (the "Donor") and The Board of Trustees of The University of Alabama for The University of Alabama at Birmingham (the "University"). This agreement will be made part of the University's records and is intended as a guide to those who administer it.

1. Gift

The Donor, in consideration of his abiding interest in the University, hereby pledges to the University the amount of \$10,000, which will be used by the University for the purpose hereinafter set forth.

2. Purpose

The Donor's gift will be used to establish an endowed award in the Department of History in the College of Arts & Sciences at the University (the "Purpose"). In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the Fred Dyess Endowed Student Award in History (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

3. Schedule and Form of Contributions

The Donor will make an initial payment of \$500 on or before January 20, 2022. The Donor agrees to make subsequent gifts of \$500 each quarter from March 2022 to September 2026 for a total gift of \$10,000. Any and all payments may be prepaid. Any and all pledge payments may come from a third-party.

4. Alternative Use

If at some point in the future the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donor, or Donor's representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to original donor intent as possible and will be ratified by the President of the University and, if necessary, by action of the Board.

5. Recognition

The names of donors may be publicized in relation to this project. The Donor agrees to be recognized in publications and gift society listings per University standards unless otherwise noted below:

I/We wish to have my/our name listed as follows (please print clearly on the line below).

Judy Dyess and Seth Dyess

I/We wish no publicity with respect to this gift.

I/We wish for this gift to remain anonymous.

6. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose. The University will provide the Donor with periodic reports related to the Fund. The following guidelines will be used when administering and making awards from the Fund.

- a. Applicants must be currently enrolled in or admitted to an undergraduate degree-granting program in the Department of History in the College of Arts & Sciences at the University.
- b. Applicants should demonstrate solid academic promise and achievement and have earned at least an overall 2.5 grade point average in coursework completed prior to the time of application.
- c. The Fund shall provide support to students for whom affordability may be an obstacle and who might otherwise be unable to attend the University.
- d. Preference shall be given to non-traditional students, defined as students who did not attend UAB directly from high school, who have transferred to the University from a community college, or have enrolled in the University later in their career to continue their education.
- e. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and selection of recipients will be made by a

selection committee in accordance with these guidelines. The Donor acknowledges that the University will be solely responsible for the final selection of the recipients.

- f. The award is an annual award. Recipients are eligible to apply for the award in subsequent years as long as they continue to meet the requirements outlined herein.
- g. The annual award will be applied toward the recipient's tuition and fees. The total award will be applied in equal amounts over the regular terms of the award year unless otherwise instructed by the selection committee. Any funds in excess of the amount required for tuition and fees may be disbursed to the student for books, supplies, room and board, or other school-related expenses.
- h. The number and amount of awards to be granted from the Fund shall be left to the discretion of the selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- i. Recipients of the award are also eligible to receive other forms of student financial aid for which they may qualify.

7. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

8. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor direct that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

9. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

10. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

11. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

IN WITNESS WHEREOF, the Donor and representatives of the University have executed this agreement on this 19th day of January, 2022.

THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA FOR THE UNIVERSITY OF ALABAMA AT BIRMINGHAM

Seth Dyess

Seth Dyess (Jan 19, 2022 16:12 EST)

Benjamin Seth Dyess

B01329765

Ray L. Watts

By

Ray L. Watts, M.D.

President

Tom Brannan

Thomas I. Brannan

Vice President for Advancement

Kecia M. Thomas

Kecia M. Thomas, Ph.D.

Dean

College of Arts and Sciences

**AMENDMENT TO THE ENDOWED SCHOLARSHIP GUIDELINES
for the
Megan Louise Montgomery Memorial Scholarship
at
The University of Alabama at Birmingham**

Whereas, Susann Montgomery-Clark (the "Donor Representative"), on behalf of various friends and family, and The University of Alabama at Birmingham (the "University") (collectively, the "Parties"), approved and executed scholarship guidelines dated May 27, 2020, to establish the Megan Louise Montgomery Memorial Scholarship (the "Scholarship");

Whereas, the University and in consultation and agreement by the Donor Representative now wishes to revise the name of the endowment. This amendment will be made part of the University's records.

1. Endowment Administration

In honor of the Donors, in grateful recognition of the Donors' generosity, and in reliance upon this agreement, the University agrees to rename this endowment to Megan Montgomery and Meredith Montgomery-Price Endowed Scholarship (the "Fund"), subject to the acceptance of the gift and subsequent approval of such renaming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures

2. Alternative Use

If at some point in the future, the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donors, or Donors' representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donors' representative be unavailable in such a circumstance, the implementation of any such change shall be as close to the original intent of the donors as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

3. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Honoree's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

4. Final Decision on Funds

Consistent with charitable deduction requirements, the Donors do not wish to retain any dominion or control over the Fund. Accordingly, the Donors direct that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

5. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

6. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

7. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

Agreed to this 24th day of July, 2025.

IN WITNESS WHEREOF, the Donors and representatives of the University have executed this agreement on this 24th day of July, 2025.



Susann Montgomery-Clark (Jul 27, 2025 07:57:49 CDT)
Susann Montgomery-Clark
B00860062



Tom Brannan
Vice President for Advancement and
Strategic Initiatives



Kecia M. Thomas
Dean
College of Arts and Sciences

GIFT AGREEMENT

**Dr. Daniel Andrews, DMD Endowed Scholarship in the School of Dentistry
at
The University of Alabama at Birmingham**

The following sets forth the agreement between Dr. Nick Kim, D.M.D., M.D.S. (the "Donor") and The Board of Trustees of The University of Alabama for The University of Alabama at Birmingham (the "University"). This agreement will be made part of the University's records and is intended as a guide to those who administer it.

1. Gift

The Donor, in memory of his dear friend and classmate Dr. Danny Andrews and in abiding interest in the University, hereby gives to the University the amount of \$25,000, which will be used by the University for the purpose hereinafter set forth.

2. Purpose

The Donor's gift will be used to establish an endowed scholarship in the School of Dentistry at the University. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the Dr. Daniel Andrews, D.M.D. Endowed Scholarship in the School of Dentistry, subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures. This fund will not only commemorate Dr. Andrew's life but also provide a lasting benefit to future generations.

3. Schedule and Form of Contributions

The Donor made a gift of \$25,000 on October 24th, 2024.

4. Alternative Use

If at some point in the future, the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donor, or Donor's representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

5. Recognition

The names of donors may be publicized in relation to this project. The Donor agrees to be recognized in publications and gift society listings per University standards unless otherwise noted below:

I/We wish to have my/our name listed as follows (please print clearly on the line below).

Nick Kim, DMD MDS

I/We wish no publicity with respect to this gift.

I/We wish for this gift to remain anonymous.

6. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose. The University will provide the Donor with periodic reports related to the Fund. The following guidelines will be used when administering and making scholarships from the Fund.

- a. Applicants must be currently enrolled as a first-year student in the School of Dentistry at UAB.
- b. The Fund shall provide support to students for whom affordability may be an obstacle and who might otherwise be unable to attend the University.
- c. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and selection of scholarship recipients will be made by a scholarship selection committee in accordance with these guidelines. The University will be solely responsible for the final selection of the scholarship recipients.
- d. The scholarship is an annual award. Awards are subject to the availability of funds.
- e. The annual scholarship award will be applied toward the recipient's tuition and fees. The total award will be applied in equal amounts over the regular terms of the award year unless otherwise instructed by the scholarship selection committee. Any scholarship funds in excess of the amount required for tuition and fees may be

disbursed to the student for books, supplies, room and board, or other school-related expenses.

- f. The number and amount of awards to be granted from the Fund shall be left to the discretion of the scholarship selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- g. Recipients of the scholarship are also eligible to receive other forms of student financial aid for which they may qualify.

7. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

8. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

9. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

10. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

11. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement

shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

IN WITNESS WHEREOF, the Donor and representatives of the University have executed this agreement on this 3rd day of January, 2025.

**THE BOARD OF TRUSTEES OF THE
UNIVERSITY OF ALABAMA FOR THE
UNIVERSITY OF ALABAMA AT
BIRMINGHAM**

Nick Kim

Nick Kim (Jan 6, 2025 17:14 EST)

**Dr. Nick Kim, D.M.D., M.D.S.
B01034687**

Ray L. Watts

By

**Ray L. Watts, M.D.
President**

Tom Brannan

**Tom Brannan
Senior Vice President for Advancement
and Strategic Initiatives**

Nico Geurs

Nicolaas Geurs (Jan 10, 2025 12:55 CST)

**Dr. Nico Geurs, D.D.S., M.S.
Dean
School of Dentistry**

GIFT AGREEMENT

**Chuck Stokes Memorial Endowed Scholarship in Health Administration
at
The University of Alabama at Birmingham**

The following sets forth the agreement between Mr. John A. Kueven (the "Donor") and The Board of Trustees of The University of Alabama for The University of Alabama at Birmingham (the "University"). This agreement will be made part of the University's records and is intended as a guide to those who administer it.

1. Gift

The Donor, in consideration of his abiding interest in the University, hereby pledges to the University the amount of \$12,500 which will be used by the University for the purpose hereinafter set forth.

2. Purpose

The Donor's gift will be used to establish an endowed scholarship in the Department of Health Services Administration within the School of Health Professions at the University (the "Purpose"). In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the Chuck Stokes Memorial Endowed Scholarship in Health Administration (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

3. Schedule and Form of Contributions

The Donor will make an initial payment of \$2,500 on or before September 30, 2025. The Donor agrees to make subsequent gifts of \$2,500 each year from 2026 to 2029, for a total gift of \$12,500. Any and all payments may be prepaid. Due to the significant tax issues associated with the fulfillment of personal pledges, the University may not accept payments from certain sources to fulfill personal pledges. If, at the time of the Donor's death, any amounts remain outstanding on the pledge, it is the Donor's intention that the outstanding amount becomes a debt of his estate and that his personal representatives pay such debt to the University out of estate assets.

The University agrees to a funding match through the Graduate Program Match Initiative of \$12,500, to bring the corpus of the endowment \$25,000.

4. Alternative Use

If at some point in the future, the Unit is substantially changed or dissolved, the appropriate University executive will seek the advice of the Donor, or Donor's representative, in determining other possible recognition for the Donor's gift in conjunction with the University's

administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to the original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

5. Recognition

The names of donors may be publicized in relation to this project. The Donor agrees to be recognized in publications and gift society listings per University standards unless otherwise noted below:

I/We wish to have my/our name listed as follows (please print clearly on the line below).

I/We wish no publicity with respect to this gift.

I/We wish for this gift to remain anonymous.

6. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose. The University will provide the Donor with periodic reports related to the Fund. The following guidelines will be used when administering and making scholarships from the Fund.

- a. Applicants must be currently enrolled in or admitted to the Master of Science in Health Administration – Residential program at the University. Preference will be given to students with health care clinical experience.
- b. Applicants should demonstrate solid academic promise and achievement and have earned at least an overall 3.0 grade point average in coursework completed prior to the time of application.

- c. The Fund shall provide support to students for whom affordability may be an obstacle, and who might otherwise be unable to attend the University, and also will consider the merit of the students.
- d. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and the selection of recipients will be made by a selection committee in accordance with these guidelines. The Donor acknowledges that the University will be solely responsible for the final selection of the recipients.
- e. The scholarship is an annual scholarship. Recipients are eligible to apply for the scholarship in subsequent years as long as they continue to meet the requirements outlined herein.
- f. The annual scholarship will be applied toward the recipient's tuition and fees. The total scholarship will be applied in equal amounts over the regular terms of the scholarship year unless otherwise instructed by the selection committee. Any funds in excess of the amount required for tuition and fees may be disbursed to the student for books, supplies, room and board, or other school-related expenses.
- g. The number and amount of scholarships to be granted from the Fund shall be left to the discretion of the selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- h. Recipients of the scholarship are also eligible to receive other forms of student financial aid for which they may qualify.

7. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

8. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

9. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

10. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

11. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

IN WITNESS WHEREOF, the Donor and representatives of the University have executed this agreement on this 15th day of April, 2025.

THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA FOR THE UNIVERSITY OF ALABAMA AT BIRMINGHAM

John Kueven
APPROVE: 2025-04-15 10:23:48 EDT

Mr. John A. Kueven
B00547902

By Ray L. Watts

Ray L. Watts, M.D.
President

Tom Brannan

Tom Brannan
Senior Vice President for Advancement
and Strategic Initiatives

Andrew J. Butler
APPROVE: 2025-04-15 10:23:48 EDT

Andrew Butler, PhD
Dean
School of Health Professions

MEMORANDUM

TO: Andy Hollis
UAB Chief Financial Officer

FROM: Joyner Crane, MBA
Assistant Director of Gift Administration and Data

DATE: August 7th, 2025

SUBJECT: New Quasi-Endowment Account

I would like to request that a new quasi endowment account be created for the School of Health Professions. The source of revenue is from the Strategic Initiative Fund, account number 3115321. These funds are gifts from various donors to be used at the discretion of the President. We request to move \$12,500 to the quasi-endowment to be known as the Chuck Stokes Memorial Endowed Scholarship in Health Administration.

If you consent to this request, please sign below for inclusion with other items for the Board's consideration at its next meeting. Thank you for your assistance in this matter. If you have any questions, please call me 6-5600.

Approved:

R. Andrew Hollis

Andy Hollis
UAB Chief Financial Officer

OFFICE OF GIFTS AND RECORDS ADMINISTRATION

1230 Administration Building | 701 20th Street South
Mailing Address:
AB 1230 | 1720 2ND AVE SOUTH | BIRMINGHAM AL 35294
phone: (205) 934-7242 | email: gifts@uab.edu
www.uab.edu/advancement

GIFT AGREEMENT

**David M. Morris Endowed Support Fund in Physical Therapy
at
The University of Alabama at Birmingham**

The following sets forth the agreement between David M. Morris, PT, PhD, FAPTA (the "Donor") and The Board of Trustees of The University of Alabama for The University of Alabama at Birmingham (the "University"). This agreement will be made part of the University's records and is intended as a guide to those who administer it.

1. Gift

The Donor, in consideration of his abiding interest in the University, hereby pledges to the University the amount of \$12,500 which will be used by the University for the purpose hereinafter set forth.

2. Purpose

The Donor's gift will be used to establish an endowed support fund to support graduate students in the Department of Physical Therapy at the University (the "Purpose"). In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the David M. Morris Endowed Support Fund in Physical Therapy (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

3. Employee Giving Compliance

The Donor agrees that the gift is for general purposes of the unit and is not specifically related to the Donor's own research or other work. The University account to which the gift is applied is under the control of an appropriate Vice President, Associate or Assistant Vice President, or Dean, – not under the employee or department chair

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor direct that the Benefitting Unit will be solely responsible for determining the proper use of the funds. Funds from the account are dispensed impartially, and the Donor is not the authorized approver on the account or in a position to influence direction of the funds. Additionally, expenditures of donated funds comply with federal tax regulations and above guidance.

4. Schedule and Form of Contributions

The Donor will make installments of \$500 via monthly payroll deduction, beginning May 2025 until June 2027. Should the Donor's employment with the University change and payroll deduction is no longer an option for giving, the Donor may choose to continue his payments on a schedule mutually agreed upon by both the parties. The University agrees to a funding match through the Graduate Program Match Initiative of \$12,500, for a total endowment of \$25,000. Any and all payments may be prepaid. Due to the significant tax issues associated with the fulfillment of personal pledges, the University may not accept payments from certain sources to fulfill personal pledges. If, at the time of the Donor's death, any amounts remain outstanding on the pledge, it is the Donor's intention that the outstanding amount becomes a debt of his estate and that his personal representatives pay such debt to the University out of estate assets.

5. Alternative Use

If at some point in the future, the Unit is substantially changed or dissolved, the appropriate University executive will seek the advice of the Donor, or Donor's representative, in determining other possible recognition for the Donor's gift in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to the original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

6. Recognition

The names of donors may be publicized in relation to this project. The Donor agrees to be recognized in publications and gift society listings per University standards unless otherwise noted below:

I/We wish to have my/our name listed as follows (please print clearly on the line below).

_____ David Morris and Kevin Beaubouef _____

I/We wish no publicity with respect to this gift.

I/We wish for this gift to remain anonymous.

7. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio

management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose.

The Fund will be used to support students in the Department of Physical Therapy in the area of greatest need. If the Fund is utilized, for scholarships the following guidelines will be used when administering and making scholarships from the Fund.

- a. Applicants must be currently enrolled in or admitted to a graduate degree-granting program in the Department of Physical Therapy the University.
- b. Applicants should demonstrate solid academic promise and achievement and have earned at least an overall 3.0 grade point average in coursework completed prior to the time of application.
- c. The Fund shall provide support to students for whom affordability may be an obstacle, and who might otherwise be unable to attend the University, and also will consider the merit of the students.
- d. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and the selection of recipients will be made by a selection committee in accordance with these guidelines. The Donor acknowledges that the University will be solely responsible for the final selection of the recipients.
- e. The scholarship is an annual scholarship. Recipients are eligible to apply for the scholarship in subsequent years as long as they continue to meet the requirements outlined herein.
- f. The annual scholarship will be applied toward the recipient's tuition and fees. The total scholarship will be applied in equal amounts over the regular terms of the scholarship year unless otherwise instructed by the selection committee. Any funds in excess of the amount required for tuition and fees may be disbursed to the student for books, supplies, room and board, or other school-related expenses.
- g. The number and amount of scholarships to be granted from the Fund shall be left to the discretion of the selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- h. Recipients of the scholarship are also eligible to receive other forms of student financial aid for which they may qualify.

8. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

9. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

10. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

11. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

12. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

(Signatures to follow on the next page)

IN WITNESS WHEREOF, the Donor and representatives of the University have executed this agreement on this 7th day of May, 2025.

THE BOARD OF TRUSTEES OF THE
UNIVERSITY OF ALABAMA FOR THE
UNIVERSITY OF ALABAMA AT
BIRMINGHAM



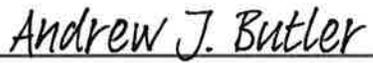
David Morris (May 7, 2025 14:32 CDT)

David M. Morris, PT, PhD, FAPTA
B00525479


By _____
Ray L. Watts, M.D.
President



Tom Brannan
Senior Vice President for Advancement
and Strategic Initiatives



Andrew J. Butler (May 7, 2025 15:55 CDT)
Andrew Butler, PhD
Dean
School of Health Professions

MEMORANDUM

TO: Andy Hollis
UAB Chief Financial Officer

FROM: Joyner Crane, MBA
Assistant Director of Gift Administration and Data

DATE: August 7th, 2025

SUBJECT: New Quasi-Endowment Account

I would like to request that a new quasi endowment account be created for the School of Health Professions. The source of revenue is from the Strategic Initiative Fund, account number 3115321. These funds are gifts from various donors to be used at the discretion of the President. We request to move \$12,500 to the quasi-endowment to be known as the David M. Morris Endowed Support Fund in Physical Therapy.

If you consent to this request, please sign below for inclusion with other items for the Board's consideration at its next meeting. Thank you for your assistance in this matter. If you have any questions, please call me 6-5600.

Approved:

R. Andrew Hollis

Andy Hollis
UAB Chief Financial Officer

OFFICE OF GIFTS AND RECORDS ADMINISTRATION

1230 Administration Building | 701 20th Street South
Mailing Address:
AB 1230 | 1720 2ND AVE SOUTH | BIRMINGHAM AL 35294
phone: (205) 934-7242 | email: gifts@uab.edu
www.uab.edu/advancement

ENDOWED SCHOLARSHIP GUIDELINES
William Randolph Hearst Foundation Endowed Scholarship
at
The University of Alabama at Birmingham

Whereas, on September 14th, 2000, The Board of Trustees of The University of Alabama ("the Board") accepted gifts from The William Randolph Hearst Foundation (the "Donor") and established the William Randolph Hearst Foundation Endowed Scholarship (the "Fund") within the School of Public Health at The University of Alabama at Birmingham (the "University"); and

Whereas, the University, in consultation with and with the agreement of the Donor, now wishes to execute new scholarship guidelines. The guidelines will be made part of the University's official records.

1. Purpose

In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to convert and rename this endowment to the William Randolph Hearst Foundation Endowed Dean's Scholarship (the "Fund"), subject to the acceptance of the gift and subsequent approval of such conversion and renaming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

2. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose. The University will provide the Donor with periodic reports related to the Fund

The following guidelines will be used in administering and making awards from the scholarship:

- a. Applicants must be currently enrolled in or admitted to a degree-granting program in the School of Public Health at UAB.
- b. Applicants should demonstrate solid academic promise and achievement and have earned at least an overall 3.0 grade point average in coursework completed prior to the time of application.

- c. The Fund shall provide support to students for whom affordability may be an obstacle, and who might otherwise be unable to attend the University, and also will consider the merit of the students.
- d. First preference will be given to first-generation college students (students who will be the first in their immediate family to complete a four-year degree).
- e. Second preference will be given to students who lived in a rural area or graduated from a rural high school.
 - a. A rural area is defined as any area that is not part of an urbanized area with a population of 50,000 or more.
- f. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and selection of scholarship recipients will be made by a scholarship selection committee in accordance with these guidelines. The University will be solely responsible for the final selection of the scholarship recipients.
- g. The scholarship is an annual award. Recipients are eligible to apply for the award in subsequent years as long as they continue to meet the requirements outlined herein.
- h. The annual scholarship award will be applied toward the recipient's tuition and fees. The total award will be applied in equal amounts over the regular terms of the award year unless otherwise instructed by the scholarship selection committee. Any scholarship funds in excess of the amount required for tuition and fees may be disbursed to the student for books, supplies, room and board, or other school-related expenses.
- i. The number and amount of awards to be granted from the Fund shall be left to the discretion of the scholarship selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- j. Recipients of the scholarship are also eligible to receive other forms of student financial aid for which they may qualify.

3. Alternative Use

If at some point in the future, the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donor, or Donor's representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to the original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

4. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

5. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

6. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

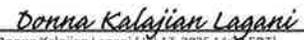
7. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

8. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

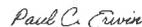
Agreed to this 23rd day of July, 2025.


Donna Kalajian Lagani (X) 17, 2025 14:38 EDT

Donna Kalajian Lagani
Co-Executive Director
The William Randolph Hearst Foundation
800930771



Tom Brannan
Senior Vice President for Advancement
and Strategic Initiatives



Paul C. Erwin, M.D., Dr.PH.
Dean
School of Public Health

**AMENDMENT TO THE ENDOWED SCHOLARSHIP GUIDELINES
for the
Joel H. Dobbs Endowed Scholarship in Pharmacoepidemiology
at
The University of Alabama at Birmingham
School of Public Health**

Whereas, Joel H. Dobbs, PharmD, MPH (the "Donor") and The Board of Trustees of The University of Alabama for The University of Alabama at Birmingham (the "University") (collectively, the "Parties") approved and executed scholarship guidelines dated May 26, 2021, to establish the Joel H. Dobbs Endowed Scholarship in Pharmacoepidemiology (the "Scholarship") within the School of Public Health;

Whereas, the University, in consultation with and with the agreement of the Donor, now wishes to revise the scholarship guidelines. These revised guidelines will be made part of the University's official records.

1. Purpose

In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to convert and rename this endowment to the Joel H. Dobbs Endowed Eminent Scholarship in Pharmacoepidemiology (the "Fund"), subject to the acceptance of the gift and subsequent approval of such conversion and renaming by the Board according to its policies and procedures.

2. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose. The University will provide the Donor with periodic reports related to the Fund

The following guidelines will be used in administering and making awards from the scholarship:

- a. Applicants must be currently enrolled in or admitted to a degree-granting graduate program in the School of Public Health at UAB.
- b. Applicants should demonstrate solid academic promise and achievement and have earned at least an overall 3.0 grade point average in coursework completed prior to the time of application.
- c. The Fund shall provide support to students on the basis of merit.

- d. First preference will be given to students interested in pursuing a career in Pharmaceuticals or Pharmacoepidemiology.
- e. Second preference will be given to students enrolled in the MPH/PharmD coordinated degree track in the School of Public Health.
- f. Third preference will be given to students enrolled in the MPH/MBA coordinated degree track in the School of Public Health.
- g. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and selection of scholarship recipients will be made by a scholarship selection committee in accordance with these guidelines. The University will be solely responsible for the final selection of the scholarship recipients.
- h. The scholarship is an annual award. Recipients are eligible to apply for the award in subsequent years as long as they continue to meet the requirements outlined herein.
- i. The annual scholarship award will be applied toward the recipient's tuition and fees. The total award will be applied in equal amounts over the regular terms of the award year unless otherwise instructed by the scholarship selection committee. Any scholarship funds in excess of the amount required for tuition and fees may be disbursed to the student for books, supplies, room and board, or other school-related expenses.
- j. The number and amount of awards to be granted from the Fund shall be left to the discretion of the scholarship selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- k. Recipients of the scholarship are also eligible to receive other forms of student financial aid for which they may qualify.

3. Alternative Use

If at some point in the future, the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donor, or Donor's representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to the original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

4. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Honoree's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

5. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

6. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

7. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

8. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

Agreed to this 15th day of July, 2025.


Joel Dobbs (Jul 15, 2025 14:40 CDT)

Joel H. Dobbs, PharmD, MPH
B00619102



Tom Brannan
Senior Vice President for Advancement
and Strategic Initiatives



Paul Erwin, M.D., Dr.PH.
Dean
School of Public Health

GIFT AGREEMENT
Hubert Rodriguez, M.D., Endowed Medical Scholarship
at
The University of Alabama at Birmingham
Heersink School of Medicine

The following sets forth the agreement between Hubert Rodriguez, Jr., M.D. (the "Donor") and The Board of Trustees of The University of Alabama for The University of Alabama at Birmingham (the "University"). This agreement will be made part of the University's records and is intended as a guide to those who administer it.

1. Gift

The Donor, in consideration of his abiding interest in the University, hereby pledges to the University the amount of \$26,000 which will be used by the University for the purpose hereinafter set forth.

2. Purpose

A portion of the Donor's gift totaling \$25,000 will be used to establish an endowed scholarship in the Marnix E. Heersink School of Medicine at the University. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the Hubert Rodriguez, M.D. Endowed Medical Scholarship (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

A portion of the Donor's gift totaling \$1,000 will be directed to the spendable portion of the endowment for immediate use.

3. Schedule and Form of Contributions

The Donor will make an initial payment of \$26,000 on or before May 31, 2025. A portion of the payment totaling \$1,000 will be directed toward the spendable of the endowment. All payments may be prepaid. Due to the significant tax issues associated with the fulfillment of personal pledges, the University may not accept payments from certain sources to fulfill personal pledges. If at the time of the Donor's death, any amounts remain outstanding on the pledge, it is the Donor's intention that the outstanding amount becomes a debt of his estate and that his personal representatives pay the debt to the University out of estate assets.

4. Alternative Use

If at some point in the future, the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donor, or Donor's

representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donor's representative be unavailable in such a circumstance, the implementation of any such change shall be as close to original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

5. Recognition

The names of donors may be publicized in relation to this project. The Donor agrees to be recognized in publications and gift society listings per University standards unless otherwise noted below:

I/We wish to have my/our name listed as follows (please print clearly on the line below).

Dr. and Mrs. Hubert Rodriguez, Jr.

I/We wish no publicity with respect to this gift.

I/We wish for this gift to remain anonymous.

6. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Fund. The following guidelines will be used when administering and making scholarships from the Fund.

- a. Applicants must be currently enrolled in or admitted to a degree-granting program in the Heersink School of Medicine at the University.
- b. Preference is to benefit third-year or fourth-year medical students with demonstrated interest in pediatrics.
- c. Preference is to first generation college students.
- d. Applications for consideration should be submitted to the appropriate University office by the announced deadline, and selection of scholarship recipients will be made by a scholarship selection committee in accordance with these guidelines.

The Donor acknowledges that the University will be solely responsible for the final selection of the scholarship recipients.

- e. The scholarship is an annual award. Recipients are eligible to apply for the award in subsequent years as long as they continue to meet the requirements outlined herein.
- f. The annual scholarship award will be applied toward the recipient's tuition and fees. The total award will be applied in equal amounts over the regular terms of the award year unless otherwise instructed by the scholarship selection committee. Any scholarship funds in excess of the amount required for tuition and fees may be disbursed to the student for books, supplies, room and board, or other school-related expenses.
- g. The number and amount of awards to be granted from the Fund shall be left to the discretion of the scholarship selection committee and will be based on the spendable income earned on the endowment fund plus any other available funding.
- h. Recipients of the scholarship are also eligible to receive other forms of student financial aid for which they may qualify.

7. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

8. Final Decision on Funds

Consistent with charitable deduction requirements, the Donor does not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

9. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

10. Applicable Law

This agreement represents the entire agreement of the parties, supersedes all prior discussions and agreements, and may not be amended except by a written agreement signed by each of the parties hereto. This agreement will be governed by and construed in accordance with the laws of the State of Alabama.

11. Additional Provisions

This agreement is governed solely by, and construed solely in accordance with, the laws of the State of Alabama and any applicable federal law, irrespective of any conflict-of-law issues. If any provision of this agreement is found to conflict with or violate any federal or state law or regulation, then that provision will be modified to bring the agreement into compliance with applicable law; however, all other provisions will continue to be administered in accordance with the Donor Representative's intent as expressed herein. Failure of any party to require the performance of any term in this agreement, or the waiver by any party of any breach of this agreement, will not prevent the subsequent enforcement of such term nor be deemed a waiver of any subsequent breach. This agreement may not be amended or modified in any way, except by the execution of a signed revision by both parties. Any dispute arising from this agreement shall be resolved through mediation by a mutually acceptable mediator. If mediation fails, any civil action to interpret or enforce this agreement, if not barred by immunity, shall be brought in the appropriate federal or state court for the Western Division of the Northern District of Alabama or Tuscaloosa Circuit Court, respectively, or in the state Board of Adjustment.

IN WITNESS WHEREOF, the Donor and representatives of the University have executed this agreement on this 2nd day of May, 2025.

THE BOARD OF TRUSTEES OF THE
UNIVERSITY OF ALABAMA FOR THE
UNIVERSITY OF ALABAMA AT
BIRMINGHAM

hubert a rodriguez, jr.
hubert a rodriguez, jr. (May 8, 2025 07:59 CDT)
Hubert Rodriguez, Jr., M.D.
B00754343

By Ray L. Watts
Ray L. Watts, M.D.
President

Tom Brannan
Tom Brannan
Senior Vice President for Advancement
and Strategic Initiatives

Anupam Agarwal
Anupam Agarwal, M.D.
Senior Vice President for Medicine
and Dean Heersink School of Medicine

A PROPOSAL FOR

The Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology

Making a gift in honor of someone's memory is a heartfelt and enduring way to celebrate their legacy and make a positive impact that resonates through time.

At the UAB Department of Radiology, we aim to do this through the establishment of the Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology at UAB. This fund is intended to honor the memory and legacy of Dr. Eva Dubovsky, a dedicated and influential member of the UAB Radiology faculty for over five decades. Dr. Dubovsky's profound impact on the field and her commitment to education and mentorship make this endowed fund a fitting tribute to her life's work.

DR. EVA DUBOVSKY

Dr. Eva Dubovsky was an exceptional individual who dedicated over 50 years of her life to UAB's Radiology department. She joined the UAB faculty in 1973, becoming an integral part of the institution's growth and success. Dr. Dubovsky's illustrious career culminated in her role as the former Director of Nuclear Medicine, a position she held with distinction.

Her influence extended beyond administrative roles; Dr. Dubovsky was a beloved mentor who was passionate about education. Her nurturing guidance played a crucial role in shaping the careers of 543 residents and fellows, constituting 97% of UAB Radiology Alumni. Her impact on the field and the lives she touched make her an enduring figure in the UAB community.

She completed her undergraduate and medical school training at Charles University, Prague, after which she completed her residency training in Nuclear Medicine at the University of Alabama at Birmingham, later joining the faculty in the Division of Nuclear Medicine. Dr. Dubovsky previously served as Director of Nuclear Medicine and the Assistant Chief of the Nuclear Cardiology Section and Professor Emeritus of Nuclear Medicine. She is a nationally distinguished figure whose special areas of interest include radionuclide evaluation of renal transplant recipients and patients with renovascular hypertension.



SUPPORT THE EVA DUBOVSKY, M.D., PH.D., ENDOWED SUPPORT FUND IN RADIOLOGY

The Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology will perpetuate Dr. Dubovsky's commitment to education and mentorship by establishing two distinctive educational resources to enhance clinical training in radiology. This fund will ensure that future generations of radiology professionals have access to opportunities that nurture their educational growth.

The endowment will have two primary purposes:

TRAVEL AWARDS FOR TRAINEES:

The fund will provide financial support for trainees' tangible educational pursuits, including travel and attendance at conferences. This will enable trainees to engage in valuable learning experiences, broaden their perspectives, and contribute to their overall development. Dr. Dubovsky's dedication to education makes this initiative a fitting tribute to her legacy.

LECTURE IN NUCLEAR MEDICINE:

The endowed fund will also facilitate an annual lecture in honor of Dr. Dubovsky. Esteemed physician-scientists within the field of nuclear medicine will be invited to present to UAB faculty, staff, and trainees. This lecture series will serve as a platform for sharing cutting-edge knowledge, fostering collaboration, and maintaining UAB's connection with the nuclear medicine network, a community to which Dr. Dubovsky was deeply connected.

WAYS TO GIVE

ONLINE
go.uab.edu/dubovsky

MAIL
UAB Gift Records | AB 1230
1720 2nd Avenue South
Birmingham, AL 35294-0112

PHONE
(205) 934-7242

LEAVE A LASTING IMPACT

We invite you to join us in honoring the memory and contributions of Dr. Eva Dubovsky by supporting the establishment of the Eva Dubovsky, M.D., Ph.D., Endowed Support Fund in Radiology. Your gift will ensure that her legacy of education, mentorship, and innovation continues to shape the future of radiology at UAB.

With your support, we can create a lasting tribute that will empower and inspire radiology professionals for generations to come.

Thank you for considering this proposal. Together, we can celebrate Dr. Dubovsky's remarkable legacy and contribute to the advancement of radiology education and discourse.

FOR MORE INFORMATION

Allison Tillotson
Associate Director of Development
Heersink School of Medicine
altillotson@uabmc.edu | 205.407.3293

ENDOWED SUPPORT FUND GUIDELINES
for the
Kaden Majercik Memorial Endowment
for the Regional Newborn Intensive Care Unit
at
The University of Alabama at Birmingham Marnix E. Heersink School of Medicine

Friends, family, and admirers have made generous gifts for the purpose of establishing an endowed support fund to provide family service assistance to families with a micro-preemie baby in the Regional Newborn Intensive Care Unit (RNICU) at the University. In grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the Kaden Majercik Memorial Endowment (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

1. Endowment Administration

The University will manage the Fund in accordance with its standing policies and procedures, which may be modified periodically. The University has an investment policy (see Board Rule 404) which is designed to preserve the real value and enhance the purchasing power of earnings so as to keep pace with inflation and evolving University needs. In order to accomplish this, the Board has established a spending rate, which it reviews annually. Earnings realized beyond those necessary to fund the annual spending rate and costs of portfolio management are retained to protect the principal of the endowment against inflation and to enhance future earnings.

The Fund will be created when the initial gift is received. Should the total gift fall short of the University's endowment minimum, the earnings may be reinvested until such time as the minimum is met, or the principal may be utilized for current support of the Purpose as determined by the University. Additional gifts may be added to the endowment principal at any time, and gifts may also be made to supplement the annual earnings in support of the Purpose. The University will provide the Donor with periodic reports related to the Fund

2. Alternative Use

If at some point in the future, the Fund cannot be used for the Purpose set forth above, the appropriate University executive will seek the advice of the Donors, or Donors' representative, in determining other possible designations for the Fund in conjunction with the University's administration and, when required, subject to the approval of the Board according to its policies and procedures. Should the Donors' representative be unavailable in such a circumstance, the implementation of any such change shall be as close to the original intent of the donor as possible and will be ratified by the President of the University and, if necessary, by the action of the Board.

3. Contingency

If at any time the Board determines in its reasonable and good faith opinion that the Honoree's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement. The Fund, however, will remain an asset of the University and will continue to carry on the purposes set forth herein.

4. Final Decision on Funds

Consistent with charitable deduction requirements, the Donors do not wish to retain any dominion or control over the Fund. Accordingly, the Donor directs that the University will be solely responsible for determining the proper use of the Fund as outlined in this agreement.

5. Tax Exempt Entity

The University represents that it is qualified as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. The University's Federal Tax Identification number is 63-6005396.

Agreed to this 29th day of May, 2025.



Anupam Agarwal, M.D.
Senior Vice President for Medicine
and Dean Heersink School of Medicine



Ray L. Watts, M.D.
President
The University of Alabama at Birmingham

The University of Alabama in Huntsville
Approving/Revising Endowed Funds
November 2025 Board Meeting



Donor(s)	Fund Name	Purpose	Corpus
Dr. Bernard J. Schroer	*PROPOSED: Bernard J. and Kathleen Schroer Scholarship in Engineering	FUND PURPOSE: The scholarship shall be awarded to one or more full-time undergraduate students for their Junior or Senior year who are majoring in Industrial and Systems Engineering.	\$33,512.79
Dr. Annie V. Saylor	PROPOSED: Annie Saylor Endowed Scholarship	FUND PURPOSE: The scholarship(s) shall be awarded to undergraduate student(s) pursuing a degree in Electrical Engineering, Computer Engineering, Engineering Technology, Computer Science, Physics, or Mathematical Sciences. Recipients must have a minimum GPA of 3.0 on a 4.0 scale and have financial need. Preference to be given to first generation and/or students from the Appalachian area.	\$40,000.00
Dr. Jatinder Gupta	PROPOSED: Dr. Jatinder N.D. Gupta Lifetime Achievement in Business Research Award	FUND PURPOSE: Expenditures or distributions from the Fund shall be used by the College of Business with the approval of the Dean of the College of Business. Award amount and award frequency shall be based on individual recognition purposes to be determined by the Dean of the College of Business. Recipients must have been employed at the University for a minimum of 10 years and must demonstrate outstanding excellence in teaching, research, service, and professional contributions.	\$30,000.00
Dr. Jatinder Gupta	PROPOSED: Dr. Jatinder N.D. Gupta Annual Business Faculty Research Award	FUND PURPOSE: Annual expenditures or distributions from the Fund shall be used by the College of Business with the approval of the Dean of the College of Business. This annual faculty award shall recognize and promote excellence in research.	\$20,000.00
Ms. Irma Tudor	PROPOSED: Tudor Student Intern Fund	FUND PURPOSE: Expenditures or distributions from the Fund shall be used to support supplemental internship income for students within the College of Business. By providing supplemental internship income for students participating in internships with companies that are recognized through a small business partnership program, the College of Business shall be positioned to provide more comprehensive internship options by ensuring that students interning with smaller companies still receive competitive internship income.	\$15,000.00
Dr. Jatinder Gupta	PROPOSED: Jatinder N.D. Gupta Graduate Student Excellence Award	FUND PURPOSE: Annual expenditures or distributions from the Fund shall be used by the College of Business with the approval of the Dean of the College of Business. This annual award shall recognize an outstanding College of Business graduate student.	\$10,000.00

* Indicates Revision



To: Charles L. Karr, President
From: Mallie S. Hale, Vice President for University Advancement
Date: October 1, 2025
Subject: Resolution for the November 2025 University of Alabama System Board of Trustees meeting

Attached is a Resolution Approving Endowed Funds and Revisions to Endowed Funds.

Table with 3 columns: Revised Criteria, Fund Name, and Corpus. It lists a revised fund (Bernard J. and Kathleen Schroer Scholarship in Engineering) and five new endowments (Annie Saylor Endowed Scholarship, Dr. Jatinder N.D. Gupta Lifetime Achievement in Business Research Award, Dr. Jatinder N.D. Gupta Annual Business Faculty Research Award, Tuder Student Intern Fund, and Jatinder N.D. Gupta Graduate Student Excellence Award).

This item is submitted for your review, approval, and transmission to the Board of Trustees for their November 2025 meeting.

Please let me know if you have questions or would like additional information.

**BERNARD J. AND KATHLEEN SCHROER SCHOLARSHIPS
RESTATED ENDOWED GIFT AGREEMENT**

THIS RESTATED AGREEMENT is made and entered into by and between Bernard J. Schroer (the "Donor ") on the one hand; and the Board of Trustees of the University of Alabama, an educational and constitutional instrumentality of the State of Alabama, incorporated by statute, for and on behalf of The University of Alabama in Huntsville (the "University"), and the University of Alabama Huntsville Foundation ("the Foundation"), on the other.

RECITALS

The Donor established the Bernard J. and Kathleen Schroer Scholarship in May 2005 to support students in Industrial & Systems Engineering. The Donor has now requested certain amendments to the Agreement, specifically the Donor desires to modify the name of the already endowed "Bernard J. and Kathleen Schroer Scholarship" to the "Bernard J. and Kathleen Schroer Scholarship in Engineering" and to establish a new endowed scholarship to be known as the "Bernard J. and Kathleen Schroer Scholarship in Nursing". The parties have concluded that it is desirable to affect the amendments by executing this Restated Agreement

The Donor, on the one hand, and the University and the Foundation, on the other, have reached a Restated Agreement on the terms and conditions for the establishment, management, and use of the scholarships and desire to reduce that Restated Agreement to writing. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this Restated Agreement, the University agrees to rename the already endowed **Bernard J. and Kathleen Schroer Scholarship in Engineering** and to establish the new endowed **Bernard J. and Kathleen Schroer Scholarship in Nursing** (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

RESTATED AGREEMENT

The parties do, therefore, based on the mutual promises and covenants in this Restated Agreement and other good and valuable considerations, agree as follows:

Section 1. Gift to Establish Fund.

1.01 The parties acknowledge that the University or the Foundation will accept a gift(s) from the Donor in the amount of at least Twenty-Five Thousand Dollars (\$25,000) or greater to establish the Fund, known as the **Bernard J. and Kathleen Schroer Scholarship in Nursing**, and to be used for the purpose of providing scholarships to University students, as more fully set forth below. This Restated Agreement is subject to acceptance by the Board according to its policies and procedures.

1.02 The parties agree that other individuals and entities may make gifts to the Fund, and the University and the Foundation agree to accept these contributions as well. Gifts from other individuals and entities will be governed by the terms of this Restated Agreement and the policies of the University.

Section 2. Nature of Fund. The Fund will be a restricted endowment fund to be held, maintained, invested, and expended under the terms and conditions of this Restated Agreement.

Section 3. Fund Investment and Management. The Donor agrees that the monies given to establish the Fund, and any additions to the Fund, shall be maintained and invested by the University or the Foundation in accordance with the Board's Investment Management Policy (in its present or later, revised form). This Policy currently provides that all endowment accounts shall become participants in The University of Alabama Pooled Endowment Fund (the "Pooled Endowment Fund").

Section 4. **Annual Expenditure/Distribution from the Fund.**

4.01 The Donors agrees that, after the fully endowed fund has been invested in the Pooled Endowment Fund for a consecutive period of twelve months, the University and/or the Foundation shall have available from the Fund annually for distribution for scholarship purposes a sum up to or equal to the amount determined by applying the then current Board spending rate or policy for the Pooled Endowment Fund. The Donor acknowledges that the Board's policy allows campus financial and advancement officers to establish internal policies that temporarily prohibit distributions from an endowment fund that has a current market value less than its historical dollar value based on the Uniform Prudent Management of Institutional Funds Act guidelines. A copy of any such internal campus policies will be provided to the Donor upon request.

4.02 The University and/or the Foundation are authorized to charge against and pay from the Fund reasonable costs of Fund administration, including investment management fees and commissions.

4.03 If a portion of the funds available for expenditure or distribution from the Fund in any given year, as determined by this section, is not expended or distributed, the unexpended or undistributed amount may, in the sole discretion of the University or the Foundation, either be carried forward for use in future years or returned to the Fund.

Section 5. **Operation of Scholarship Program.** Annual distributions shall be used for one or more scholarships awarded in accordance with the provisions stated below in this Section, to the extent allowed by then-current law.

5.01 The scholarship(s) shall be awarded as follows:

- (1) The **Bernard J. and Kathleen Schroer Scholarship in Engineering** shall be awarded to one or more full-time undergraduate students for their Junior or Senior year who are majoring in Industrial and Systems Engineering.
- (2) The **Bernard J. and Kathleen Schroer Scholarship in Nursing** shall be awarded to one or more full-time undergraduate students for their Junior or Senior year who are majoring in Nursing. Preference shall be given for a student interested in the application of simulation for nursing education.

5.02 Awards will be determined by selection processes guided by the University's Scholarship Oversight Committee and in accordance with the established procedures for awarding scholarships.

5.03 The scholarship shall automatically renew for up to one additional year, as long as the recipient (1) maintains full-time enrollment, as defined by then current institutional policy for full-time course load standards for the recipient's classification (undergraduate or graduate); (2) continues to make satisfactory progress toward a degree; (3) meets all other mandatory scholarship selection criteria; and (4) the funds are available to award the scholarship.

5.04 A scholarship award may, in addition to paying the cost of the recipient's tuition and fees, include an amount for the recipient's room, board, and other expenses.

5.05 A scholarship recipient shall be known as a "**Schroer Scholar.**"

5.06 A scholarship recipient who withdraws from one or more classes during a semester and receives a tuition refund shall be obligated, within thirty (30) days after the receipt thereof, to pay the University from the refund a sum up to the amount of the scholarship received hereunder for that semester. The repaid amount shall be returned to the Fund.

Section 6. **Modification of Fund Purpose.** If at any time the University determines in its reasonable and good faith opinion that either one of the two situations stated below occurs, the University or Foundation may use the Fund for a purpose or purposes that it deems to be consistent with the Donor's original intent and that serves its educational mission: (1) the achievement of the purpose(s) for which this Fund was established is/are no longer possible or practical, or (2) a limitation, restriction, or criteria made applicable in this Restated Agreement to the use of the Fund becomes obsolete, inappropriate, inadvisable, contrary to law or University policy, or not reasonably susceptible of being carried out. Additionally, if at any time the Board determines in its reasonable and good faith opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Restated Agreement.

Section 7. **Gifts Below Endowment Level.** If gifts received for the **Bernard J. and Kathleen Schroer Scholarship in Nursing** do not reach the minimum, required endowment level of Twenty-Five Thousand Dollars (\$25,000) stated in Section 1.01 by August 1, 2030, the University or the Foundation shall have the discretion to allocate the gifts received to an endowment fund having similar purposes to the Fund, to create an expendable scholarship fund, or to take other reasonable action that will, in its judgment, serve its educational mission. The University or the Foundation shall, however, notify the Donors (if it is feasible to do so) and allow the Donor a reasonable opportunity to supplement the Fund to bring it to the minimum endowment level.

Section 8. **Annual Reports.** The University or the Foundation shall provide to the Donors, or to any party/parties designated in writing to the University by the Donors, annual reports regarding the status and use of the Fund.

Section 9. **Governing Law.** This Restated Agreement, and all matters related to it, shall be governed by the laws of the State of Alabama.

Section 10. **Non-discrimination.** Notwithstanding anything herein to the contrary, in no circumstance will an award be made based on illegal criteria including, but not limited to, race, gender or national origin.

Section 11. **Board of Trustees Approval.** This Restated Agreement and the naming provided for herein are subject to the acceptance of the gift and subsequent approval of such naming by the Board according to its policies and procedures.

Section 12. The language of Board Rule 411 is incorporated into this Restated Agreement in its entirety by reference.

Section 13. This Restated Agreement constitutes the entire Restated Agreement of the parties with regard to the matters referred to herein, and supersedes all prior oral and written Restated Agreement, if any, of the parties in respect hereto. This Restated Agreement may not be modified or amended except by written Restated Agreement executed by both parties hereto.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed or caused to be executed by a duly authorized officer in duplicate original this Restated Agreement on the dates indicated below.

<p>THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA for and on behalf of THE UNIVERSITY OF ALABAMA IN HUNTSVILLE</p> <p>DocuSigned by: By: <u>Charles L. Karl</u> Charles L. Karl, President 8/29/2025 Date</p> <p>Signed by: By: <u>David A. Puleo</u> David A. Puleo, Provost and Executive Vice President for Academic Affairs 8/28/2025 Date</p> <p>Reviewed by Office of Development: <u>ml</u> 8/28/2025</p>	<p>UNIVERSITY OF ALABAMA HUNTSVILLE FOUNDATION</p> <p>Signed by: By: <u>S. Dagnal Rowe</u> S. Dagnal Rowe, Chairman 8/29/2025 Date</p> <p>DONOR</p> <p><u>Dennis J. Rowe</u> 8/27/25 Date</p>
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**ANNIE SAYLOR ENDOWED SCHOLARSHIP
ENDOWED GIFT AGREEMENT**

THIS AGREEMENT is made and entered into by and between Dr. Annie Saylor (the “Donor”) on the one hand; and the Board of Trustees of the University of Alabama, an educational and constitutional instrumentality of the State of Alabama, incorporated by statute, for and on behalf of The University of Alabama in Huntsville (the “University”), and the University of Alabama Huntsville Foundation (“the Foundation”), on the other.

RECITALS

Originally from the Kentucky Appalachian region, Dr. Saylor first came to Huntsville to teach mathematics at The University of Alabama in Huntsville. Later, she co-founded SimTech, a Huntsville, AL based company dedicated to supporting the defense industry. Through her careers working in education and the private sector, she has become a leader in the Tennessee Valley by teaching and sharing her love for STEM.

The Donor now desires to benefit the University and its students by establishing a scholarship named the **Annie Saylor Endowed Scholarship** (the “Fund”), such Fund to be held, invested, and maintained by the University or the Foundation. To establish the Fund, the Donor has given gifts to the University or the Foundation of at least Twenty-Five Thousand Dollars (\$25,000), the minimum amount established by the University for a named endowment fund.

The Donor, on the one hand, and the University and the Foundation, on the other, have reached an agreement on the terms and conditions for the establishment, management, and use of the Fund and desire to reduce that agreement to writing. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the **Annie Saylor Endowed Scholarship** (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

AGREEMENT

The parties do, therefore, based on the mutual promises and covenants in this Agreement and other good and valuable considerations, agree as follows:

Section 1. **Gift to Establish Fund.**

1.01 The parties acknowledge that the University or the Foundation has accepted gifts from the Donor of at least Twenty-Five Thousand Dollars (\$25,000) to establish the Fund, known as the **Annie Saylor Endowed Scholarship**, and to be used for the purpose of providing scholarships to University students, as more fully set forth below. This Agreement is subject to acceptance by the Board according to its policies and procedures.

1.02 The parties agree that other individuals and entities may make gifts to the Fund, and the University and the Foundation agree to accept these contributions as well. Gifts from other individuals and entities will be governed by the terms of this Agreement and the policies of the University.

Section 2. **Nature of Fund.** The Fund will be a restricted endowment fund to be held, maintained, invested, and expended under the terms and conditions of this Agreement.

Section 3. **Fund Investment and Management.** The Donor agrees that the monies given to establish the Fund, and any additions to the Fund, shall be maintained and invested by the University or the Foundation in accordance with the Board’s Investment Management Policy (in its present or later, revised form). This Policy currently provides that all endowment accounts shall become participants in The University of Alabama Pooled Endowment Fund (the “Pooled Endowment Fund”).

Section 4. **Annual Expenditure/Distribution from the Fund.**

4.01 The Donor agrees that, after the fully-endowed fund has been invested in the Pooled Endowment Fund for a consecutive period of twelve months, the University and/or the Foundation shall have available from the Fund annually for distribution for scholarship purposes a sum up to or equal to the amount determined by applying the then current Board spending rate or policy for the Pooled Endowment Fund. The Donor acknowledges that the Board's policy allows campus financial and advancement officers to establish internal policies that temporarily prohibit distributions from an endowment fund that has a current market value less than its historical dollar value based on the Uniform Prudent Management of Institutional Funds Act guidelines. A copy of any such internal campus policies will be provided to the Donor upon request.

4.02 The University and/or the Foundation are authorized to charge against and pay from the Fund reasonable costs of Fund administration, including investment management fees and commissions.

4.03 If a portion of the funds available for expenditure or distribution from the Fund in any given year, as determined by this section, is not expended or distributed, the unexpended or undistributed amount may, in the sole discretion of the University or the Foundation, either be carried forward for use in future years or returned to the Fund.

Section 5. **Operation of Scholarship Program.** Annual distributions from the Fund shall be used for one or more scholarships awarded in accordance with the provisions stated below in this Section, to the extent allowed by then-current law.

5.01 The scholarship(s) shall be awarded to undergraduate student(s) pursuing a degree in Electrical Engineering, Computer Engineering, Engineering Technology, Computer Science, Physics, or Mathematical Sciences. Recipients must have a minimum GPA of 3.0 on a 4.0 scale and have financial need. Preference to be given to first generation and/or students from the Appalachian area.

5.02 Awards will be determined by selection processes guided by the University's Scholarship Oversight Committee and in accordance with the established procedures for awarding scholarships.

5.03 The scholarship shall automatically renew for up to four additional years, as long as the recipient (1) maintains full-time enrollment, as defined by then current institutional policy for full-time course load standards for the recipient's classification (undergraduate); (2) continues to make satisfactory progress toward a degree; (3) meets all other mandatory scholarship selection criteria; and (4) the funds are available to award the scholarship.

5.04 A scholarship award may, in addition to paying the cost of the recipient's tuition and fees, include an amount for the recipient's room, board, and other expenses.

5.05 A scholarship recipient shall be known as a "**Saylor Scholar.**"

5.06 A scholarship recipient who withdraws from one or more classes during a semester and receives a tuition refund shall be obligated, within thirty (30) days after the receipt thereof, to pay the University from the refund a sum up to the amount of the scholarship received hereunder for that semester. The repaid amount shall be returned to the Fund.

Section 6. **Modification of Fund Purpose.** If at any time the University determines in its reasonable and good faith opinion that either one of the two situations stated below occurs, the University or Foundation may use the Fund for a purpose or purposes that it deems to be consistent with the Donor's original intent and that serves its educational mission: (1) the achievement of the purpose(s) for which this Fund was established is/are no longer possible or practical, or (2) a limitation, restriction, or criteria made applicable in this Agreement to the use of the Fund becomes obsolete, inappropriate, inadvisable, contrary to law or University policy, or not reasonably susceptible of being carried out. Additionally, if at any time the Board determines in its reasonable and good faith

opinion that the Donor's activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement.

Section 7. **Annual Reports.** The University or the Foundation shall provide to the Donors, or to any party/parties designated in writing to the University by the Donors, annual reports regarding the status and use of the Fund.

Section 8. **Governing Law.** This Agreement, and all matters related to it, shall be governed by the laws of the State of Alabama.

Section 9. **Non-discrimination.** Notwithstanding anything herein to the contrary, in no circumstance will an award be made based on illegal criteria including, but not limited to, race, gender or national origin.

Section 10. **Board of Trustees Approval.** This Agreement and the naming provided for herein are subject to the acceptance of the gift and subsequent approval of such naming by the Board according to its policies and procedures.

Section 11. The language of Board Rule 411 is incorporated into this Agreement in its entirety by reference.

Section 12. This Agreement constitutes the entire agreement of the parties with regard to the matters referred to herein, and supersedes all prior oral and written agreement, if any, of the parties in respect hereto. This Agreement may not be modified or amended except by written agreement executed by both parties hereto.

IN WITNESS WHEREOF, the parties have executed or caused to be executed by a duly authorized officer in duplicate original this Agreement on the dates indicated below.

<p>THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA for and on behalf of THE UNIVERSITY OF ALABAMA IN HUNTSVILLE</p> <p>DocuSigned by: By: <u>Charles L. Karr</u> Charles L. Karr, President 9/23/2025</p> <p>Date</p> <p>Signed by: By: <u>David A. Pineda</u> David A. Pineda, Provost and Executive Vice President for Academic Affairs 9/23/2025</p> <p>Date</p> <p>Reviewed by Office of Development: <u>MCA</u> 9/22/2025</p>	<p>UNIVERSITY OF ALABAMA HUNTSVILLE FOUNDATION</p> <p>Signed by: By: <u>Dag Rowe</u> S. Dagmar Rowe, Chairman 9/23/2025</p> <p>Date</p> <p>DONOR</p> <p>Signed by: <u>Annie Saylor</u> A6C67935F7D0441...</p> <p>9/23/2025</p> <p>Date</p>
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**DR. JATINDER GUPTA LIFETIME ACHIEVEMENT AWARD IN BUSINESS
ENDOWED GIFT AGREEMENT**

THIS AGREEMENT is made and entered into by and between Dr. Jatinder Gupta (the "Donor") on the one hand; and the Board of Trustees of the University of Alabama, an educational and constitutional instrumentality of the State of Alabama, incorporated by statute, for and on behalf of The University of Alabama in Huntsville (the "University"), and the University of Alabama Huntsville Foundation ("the Foundation"), on the other.

RECITALS

The Donor desires to honor outstanding College of Business faculty at the University by establishing an endowment fund named the **Dr. Jatinder N.D. Gupta Lifetime Achievement in Business Research Award** (the "Fund"), such Fund to be held, invested, and maintained by the University or the Foundation.

To establish the Fund, the Donor has committed to make a total gift of at least Ten Thousand Dollars (\$10,000) by December 31, 2031, which is the minimum amount established by the University for a named endowment support fund.

The Donor, on the one hand, and the University and the Foundation, on the other, have reached an agreement on the terms and conditions for the establishment, management, and use of the Fund and desire to reduce that agreement to writing. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the **Dr. Jatinder N.D. Gupta Lifetime Achievement in Business Research Award** (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

AGREEMENT

The parties do, therefore, based on the mutual promises and covenants in this Agreement and other good and valuable consideration, agree as follows:

Section 1. **Gift to Establish Fund.**

1.01 The parties acknowledge that the University or the Foundation shall accept total gifts from the Donor in the amount of Thirty Thousand Dollars (\$30,000) or greater to establish the Fund, known as the **Dr. Jatinder Gupta Lifetime Achievement Award in Business**, and to be used as more fully set forth below. This Agreement is subject to acceptance by the Board according to its policies and procedures.

1.02 The parties agree that other individuals and entities may make gifts to the Fund, and the University and the Foundation agree to accept these contributions as well. Gifts from other individuals and entities will be governed by the terms of this Agreement and the policies of the University.

Section 2. **Nature of Fund.** The Fund will be a restricted endowment fund to be held, maintained, invested, and expended under the terms and conditions of this Agreement.

Section 3. **Fund Investment and Management.** The Donor agrees that the monies given to establish the Fund, and any additions to the Fund, shall be maintained and invested by the University or the Foundation in accordance with the Board's Investment Management Policy (in its present or later,

revised form). This Policy currently provides that all endowment accounts shall become participants in The University of Alabama Pooled Endowment Fund (the "Pooled Endowment Fund").

Section 4. **Annual Expenditure/Distribution from the Fund.**

4.01 The Donor agrees that, after the fund has been invested in the Pooled Endowment Fund for a consecutive period of twelve months, the University and/or the Foundation shall have available from the Fund annually for distribution a sum up to or equal to the amount determined by applying the then current Board spending rate or policy for the Pooled Endowment Fund. The Donor acknowledges that the Board's policy allows campus financial and advancement officers to establish internal policies that temporarily prohibit distributions from an endowment fund that has a current market value less than its historical dollar value based on the Uniform Prudent Management of Institutional Funds Act guidelines. A copy of any such internal campus policies will be provided to the Donor upon request.

4.02 The University and/or the Foundation are authorized to charge against and pay from the Fund reasonable costs of Fund administration, including investment management fees and commissions.

4.03 If a portion of the funds available for expenditure or distribution from the Fund in any given year, as determined by this section, is not expended or distributed, the unexpended or undistributed amount may, in the sole discretion of the University or the Foundation, either be carried forward for use in future years or returned to the Fund.

Section 5. **Operation of Support Program.**

5.01 Expenditures or distributions from the Fund shall be used by the College of Business with the approval of the Dean of the College of Business. Award amount and award frequency shall be based on individual recognition purposes to be determined by the Dean of the College of Business. Recipients must have been employed at the University for a minimum of 10 years and must demonstrate outstanding excellence in teaching, research, service, and professional contributions.

Section 6. **Modification of Fund Purpose.** If, due to a change in circumstances at a future time and in the sole judgment of the University or the Foundation, either one of the two situations stated below occurs, the University or Foundation may use the Fund for a purpose or purposes that it deems to be consistent with the Donors' original intent and that serves its educational mission: (1) the achievement of the purpose(s) for which this Fund was established is/are no longer possible or practical, or (2) a limitation, restriction, or criteria made applicable in this Agreement to the use of the Fund becomes obsolete, inappropriate, inadvisable, contrary to law or University policy, or not reasonably susceptible of being carried out. Additionally, if at any time the Board determines in its reasonable and good faith opinion that the Donors' activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement.

Section 7. **Gifts Below Endowment Level.** If gifts received for the Fund do not reach the minimum, required endowment level of Ten Thousand Dollars (\$10,000) stated in Section 1.01 by December 31, 2031, the University or the Foundation shall have the discretion to allocate the gifts received to an endowment fund having similar purposes to the Fund, to create an expendable scholarship fund, or to take other reasonable action that will, in its judgment, serve its educational mission. The University or the Foundation shall, however, notify the Donor (if it is feasible to do so) and allow the Donor a reasonable opportunity to supplement the Fund to bring it to the minimum endowment level.

Section 8. **Annual Reports.** The University or the Foundation shall provide to the Donors,

or to any party/parties designated in writing to the University by the Donors, annual reports regarding the status and use of the Fund.

Section 9. **Governing Law and Venue.** This Agreement will be governed by and construed in accordance with the laws of the State of Alabama without regard to any conflict of laws rule or principle that might refer to the governance or construction of this Agreement to the laws of another jurisdiction. Subject to the sovereign immunity of the State of Alabama, any legal proceeding brought in connection with disputes relating to or arising out of this Agreement will be filed and heard in Madison County, Alabama, and each party waives any objection that it might raise to such venue and any right it may have to claim that such venue is inconvenient.

Section 10. **Non-discrimination.** Notwithstanding anything herein to the contrary, in no circumstance will an award be made based on illegal criteria including, but not limited to, race, gender or national origin.

Section 11. **Board of Trustees Approval.** This Agreement and the naming provided for herein are subject to the acceptance of the gift and subsequent approval of such naming by the Board according to its policies and procedures.

Section 12. The language of Board Rule 411, Section X, is incorporated into this Agreement in its entirety by reference.

Section 13. This Agreement constitutes the entire agreement of the parties with regard to the matters referred to herein, and supersedes all prior oral and written agreement, if any, of the parties in respect hereto. This Agreement may not be modified or amended except by written agreement executed by both parties hereto.

[SIGNATURES OF FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed or caused to be executed by a duly authorized officer in duplicate original this Agreement on the dates indicated below.

<p>THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA for and on behalf of THE UNIVERSITY OF ALABAMA IN HUNTSVILLE</p> <p><small>DocuSigned by:</small> By: <u>Charles L. Karr</u> Charles L. Karr, President 8/19/2025 Date</p> <p><small>Signed by:</small> By: <u>David A. Puleo</u> David A. Puleo, Provost and Executive Vice President for Academic Affairs 8/19/2025 Date</p> <p><small>Signed by:</small> By: <u>Jason Greene</u> Jason Greene, Dean, College of Business 8/19/2025 Date</p> <p>Reviewed by Office of Development: <u>ma</u> 8/14/2025</p>	<p>UNIVERSITY OF ALABAMA HUNTSVILLE FOUNDATION</p> <p><small>Signed by:</small> By: <u>S. Dagnal Rowe</u> S. Dagnal Rowe, Chairman 8/19/2025 Date</p> <p>DONOR</p> <p><u>S. Gupta</u> 8/13/2025 Date</p>
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**DR. JATINDER N.D. GUPTA ANNUAL BUSINESS FACULTY RESEARCH AWARD
ENDOWED GIFT AGREEMENT**

THIS AGREEMENT is made and entered into by and between Dr. Jatinder Gupta (the "Donor") on the one hand; and the Board of Trustees of the University of Alabama, an educational and constitutional instrumentality of the State of Alabama, incorporated by statute, for and on behalf of The University of Alabama in Huntsville (the "University"), and the University of Alabama Huntsville Foundation ("the Foundation"), on the other.

RECITALS

The Donor desires to honor outstanding College of Business faculty at the University by establishing an endowment fund named the **Dr. Jatinder N.D. Gupta Annual Business Faculty Research Award** (the "Fund"), such Fund to be held, invested, and maintained by the University or the Foundation.

To establish the Fund, the Donor has committed to make a total gift of at least Ten Thousand Dollars (\$10,000) by December 31, 2031, which is the minimum amount established by the University for a named endowment support fund.

The Donor, on the one hand, and the University and the Foundation, on the other, have reached an agreement on the terms and conditions for the establishment, management, and use of the Fund and desire to reduce that agreement to writing. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the **Dr. Jatinder N.D. Gupta Annual Business Faculty Research Award** (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

AGREEMENT

The parties do, therefore, based on the mutual promises and covenants in this Agreement and other good and valuable consideration, agree as follows:

Section 1. **Gift to Establish Fund.**

1.01 The parties acknowledge that the University or the Foundation shall accept total gifts from the Donor in the amount of Twenty Thousand Dollars (\$20,000) or greater to establish the Fund, known as the **Dr. Jatinder Gupta Business Faculty Award**, and to be used as more fully set forth below. This Agreement is subject to acceptance by the Board according to its policies and procedures.

1.02 The parties agree that other individuals and entities may make gifts to the Fund, and the University and the Foundation agree to accept these contributions as well. Gifts from other individuals and entities will be governed by the terms of this Agreement and the policies of the University.

Section 2. **Nature of Fund.** The Fund will be a restricted endowment fund to be held, maintained, invested, and expended under the terms and conditions of this Agreement.

Section 3. **Fund Investment and Management.** The Donor agrees that the monies given to establish the Fund, and any additions to the Fund, shall be maintained and invested by the University or the Foundation in accordance with the Board's Investment Management Policy (in its present or later, revised form). This Policy currently provides that all endowment accounts shall become participants in

The University of Alabama Pooled Endowment Fund (the "Pooled Endowment Fund").

Section 4. **Annual Expenditure/Distribution from the Fund.**

4.01 The Donor agrees that, after the fund has been invested in the Pooled Endowment Fund for a consecutive period of twelve months, the University and/or the Foundation shall have available from the Fund annually for distribution a sum up to or equal to the amount determined by applying the then current Board spending rate or policy for the Pooled Endowment Fund. The Donor acknowledges that the Board's policy allows campus financial and advancement officers to establish internal policies that temporarily prohibit distributions from an endowment fund that has a current market value less than its historical dollar value based on the Uniform Prudent Management of Institutional Funds Act guidelines. A copy of any such internal campus policies will be provided to the Donor upon request.

4.02 The University and/or the Foundation are authorized to charge against and pay from the Fund reasonable costs of Fund administration, including investment management fees and commissions.

4.03 If a portion of the funds available for expenditure or distribution from the Fund in any given year, as determined by this section, is not expended or distributed, the unexpended or undistributed amount may, in the sole discretion of the University or the Foundation, either be carried forward for use in future years or returned to the Fund.

Section 5. **Operation of Support Program.**

5.01 Annual expenditures or distributions from the Fund shall be used by the College of Business with the approval of the Dean of the College of Business. This annual faculty award shall recognize and promote excellence in research.

Section 6. **Modification of Fund Purpose.** If, due to a change in circumstances at a future time and in the sole judgment of the University or the Foundation, either one of the two situations stated below occurs, the University or Foundation may use the Fund for a purpose or purposes that it deems to be consistent with the Donors' original intent and that serves its educational mission: (1) the achievement of the purpose(s) for which this Fund was established is/are no longer possible or practical, or (2) a limitation, restriction, or criteria made applicable in this Agreement to the use of the Fund becomes obsolete, inappropriate, inadvisable, contrary to law or University policy, or not reasonably susceptible of being carried out. Additionally, if at any time the Board determines in its reasonable and good faith opinion that the Donors' activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement.

Section 7. **Gifts Below Endowment Level.** If gifts received for the Fund do not reach the minimum, required endowment level of Ten Thousand Dollars (\$10,000) stated in Section 1.01 by December 31, 2031, the University or the Foundation shall have the discretion to allocate the gifts received to an endowment fund having similar purposes to the Fund, to create an expendable scholarship fund, or to take other reasonable action that will, in its judgment, serve its educational mission. The University or the Foundation shall, however, notify the Donor (if it is feasible to do so) and allow the Donor a reasonable opportunity to supplement the Fund to bring it to the minimum endowment level.

Section 8. **Annual Reports.** The University or the Foundation shall provide to the Donors, or to any party/parties designated in writing to the University by the Donors, annual reports regarding the status and use of the Fund.

Section 9. **Governing Law and Venue.** This Agreement will be governed by and construed in accordance with the laws of the State of Alabama without regard to any conflict of laws rule or principle that might refer to the governance or construction of this Agreement to the laws of another jurisdiction. Subject to the sovereign immunity of the State of Alabama, any legal proceeding brought in connection with disputes relating to or arising out of this Agreement will be filed and heard in Madison County, Alabama, and each party waives any objection that it might raise to such venue and any right it may have to claim that such venue is inconvenient.

Section 10. **Non-discrimination.** Notwithstanding anything herein to the contrary, in no circumstance will an award be made based on illegal criteria including, but not limited to, race, gender or national origin.

Section 11. **Board of Trustees Approval.** This Agreement and the naming provided for herein are subject to the acceptance of the gift and subsequent approval of such naming by the Board according to its policies and procedures.

Section 12. The language of Board Rule 411, Section X, is incorporated into this Agreement in its entirety by reference.

Section 13. This Agreement constitutes the entire agreement of the parties with regard to the matters referred to herein, and supersedes all prior oral and written agreement, if any, of the parties in respect hereto. This Agreement may not be modified or amended except by written agreement executed by both parties hereto.

[SIGNATURES OF FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed or caused to be executed by a duly authorized officer in duplicate original this Agreement on the dates indicated below.

<p>THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA for and on behalf of THE UNIVERSITY OF ALABAMA IN HUNTSVILLE</p> <p><small>Not signed by:</small> By: <u>Charles L. Kahn</u> Charles L. Kahn, President 8/19/2025 Date</p> <p><small>Signed by:</small> By: <u>David A. Puleo</u> David A. Puleo, Provost and Executive Vice President for Academic Affairs 8/19/2025 Date</p> <p><small>Signed by:</small> By: <u>Jason Greene</u> Jason Greene, Dean, College of Business 8/19/2025 Date</p> <p><small>Reviewed by Office of Development:</small> <u>ma</u> 8/14/2025</p>	<p>UNIVERSITY OF ALABAMA HUNTSVILLE FOUNDATION</p> <p><small>Signed by:</small> By: <u>Dag Rowe</u> S. Dagnal Rowe, Chairman 8/19/2025 Date</p> <p>DONOR</p> <p><u>J Gupta</u> 8/13/2025 Date</p>
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TUDER STUDENT INTERN FUND ENDOWED GIFT AGREEMENT

THIS AGREEMENT is made and entered into by and between Irma Tudor (the "Donor") on the one hand; and the Board of Trustees of the University of Alabama, an educational and constitutional instrumentality of the State of Alabama, incorporated by statute, for and on behalf of The University of Alabama in Huntsville (the "University"), and the University of Alabama Huntsville Foundation ("the Foundation"), on the other.

RECITALS

The Donor desires to benefit students within the College of Business by establishing an endowment fund named the **Tuder Student Intern Fund** (the "Fund"), such Fund to be held, invested, and maintained by the University or the Foundation.

To establish the Fund, the Donor has pledged to make gifts to the University or the Foundation of at least Ten Thousand Dollars (\$10,000), the minimum amount established by the University for a named endowed student award fund.

The Donor, on the one hand, and the University and the Foundation, on the other, have reached an agreement on the terms and conditions for the establishment, management, and use of the Fund and desire to reduce that agreement to writing. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the **Tuder Student Intern Fund** (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

AGREEMENT

The parties do, therefore, based on the mutual promises and covenants in this Agreement and other good and valuable consideration, agree as follows:

Section 1. Gift to Establish Fund.

1.01 The parties acknowledge that the University or the Foundation will accept an initial gift from the Donor in the amount of Fifteen Thousand Dollars (\$15,000) to establish the Fund and payable toward a total pledge of Seventy-Five Thousand Dollars (\$75,000). The Fund, to be known as the **Tuder Student Intern Fund**, shall be used for the purpose of providing support for students within the College of Business, as more fully set forth below. Anticipated gifts from the Donor to the Foundation or the University via check are expected pursuant to the following schedule:

- (1) Initial Gift of Fifteen Thousand Dollars (\$15,000) due upon signing.
- (2) Four future gifts of Fifteen Thousand Dollars (\$15,000) due annually by August 31.
- (3) The Donor may, if the UAH College of Business can provide a monetary match, give an additional Five Thousand Dollars (\$5,000) for each of the 5 pledge installments.

1.02 The parties agree that other individuals and entities may make gifts to the Fund, and the University and the Foundation agree to accept these contributions as well. Gifts from other individuals and entities will be governed by the terms of this Agreement and the policies of the University.

Section 2. **Nature of Fund.** The Fund will be a restricted endowment fund to be held, maintained, invested, and expended under the terms and conditions of this Agreement.

Section 3. **Fund Investment and Management.** The Donor agrees that the monies given to establish the Fund, and any additions to the Fund, shall be maintained and invested by the University or the Foundation in accordance with the Board's Investment Management Policy (in its present or later, revised form). This Policy currently provides that all endowment accounts shall become participants in The University of Alabama Pooled Endowment Fund (the "Pooled Endowment Fund").

Section 4. **Annual Expenditure/Distribution from the Fund.**

4.01 The Donor agree that, after the fund has been invested in the Pooled Endowment Fund for a consecutive period of twelve months, the University and/or the Foundation shall have available from the Fund annually for distribution a sum up to or equal to the amount determined by applying the then current Board spending rate or policy for the Pooled Endowment Fund. The Donor acknowledges that the Board's policy allows campus financial and advancement officers to establish internal policies that temporarily prohibit distributions from an endowment fund that has a current market value less than its historical dollar value based on the Uniform Prudent Management of Institutional Funds Act guidelines. A copy of any such internal campus policies will be provided to the Donor upon request.

4.02 The University and/or the Foundation are authorized to charge against and pay from the Fund reasonable costs of Fund administration, including investment management fees and commissions.

4.03 If a portion of the funds available for expenditure or distribution from the Fund in any given year, as determined by this section, is not expended or distributed, the unexpended or undistributed amount may, in the sole discretion of the University or the Foundation, either be carried forward for use in future years or returned to the Fund.

Section 5. **Operation of Support Program.**

5.01 Expenditures or distributions from the Fund shall be used to support supplemental internship income for students within the College of Business. By providing supplemental internship income for students participating in internships with companies that are recognized through a small business partnership program, the College of Business shall be positioned to provide more comprehensive internship options by ensuring that students interning with smaller companies still receive competitive internship income.

Internships supported must meet the college's internship guidelines and a minimum financial threshold before they can be supplemented by the Fund, and recipients will be identified based on established internal procedures within the College of Business, all to be approved by the Dean. Such expenditures and distributions shall also be consistent with the then-current and applicable policies and procedures of the University, as modified by the criteria or guidelines contained in this Agreement.

Section 6. **Modification of Fund Purpose.** If, due to a change in circumstances at a future time and in the sole judgment of the University or the Foundation, either one of the two situations stated below occurs, the University or Foundation may use the Fund for a purpose or purposes that it deems to be consistent with the Donor' original intent and that serves its educational mission: (1) the achievement of the purpose(s) for which this Fund was established is/are no longer possible or practical, or (2) a limitation, restriction, or criteria made applicable in this Agreement to the use of the Fund becomes obsolete, inappropriate, inadvisable, contrary to law or University policy, or not reasonably susceptible of being carried out. Additionally, if at any time the Board determines in its reasonable and good faith opinion that

the Donor' activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement.

Section 7. **Gifts Below Endowment Level.** If gifts received for the Fund do not reach the minimum, required endowment level of Ten Thousand Dollars (\$10,000) stated in Section 1.01 by December 31, 2030, the University or the Foundation shall have the discretion to allocate the gifts received to an endowment fund having similar purposes to the Fund, to create an expendable scholarship fund, or to take other reasonable action that will, in its judgment, serve its educational mission. The University or the Foundation shall, however, notify the Donor (if it is feasible to do so) and allow the Donor a reasonable opportunity to supplement the Fund to bring it to the minimum endowment level.

Section 8. **Annual Reports.** The University or the Foundation shall provide to the Donor, or to any party/parties designated in writing to the University by the Donor, annual reports regarding the status and use of the Fund.

Section 9. **Governing Law and Venue.** This Agreement will be governed by and construed in accordance with the laws of the State of Alabama without regard to any conflict of laws rule or principle that might refer to the governance or construction of this Agreement to the laws of another jurisdiction. Subject to the sovereign immunity of the State of Alabama, any legal proceeding brought in connection with disputes relating to or arising out of this Agreement will be filed and heard in Madison County, Alabama, and each party waives any objection that it might raise to such venue and any right it may have to claim that such venue is inconvenient.

Section 10. **Non-discrimination.** Notwithstanding anything herein to the contrary, in no circumstance will an award be made based on illegal criteria including, but not limited to, race, gender or national origin.

Section 11. **Board of Trustees Approval.** This Agreement and the naming provided for herein are subject to the acceptance of the gift and subsequent approval of such naming by the Board according to its policies and procedures.

Section 12. The language of Board Rule 411, Section X, is incorporated into this Agreement in its entirety by reference.

Section 13. This Agreement constitutes the entire agreement of the parties with regard to the matters referred to herein, and supersedes all prior oral and written agreement, if any, of the parties in respect hereto. This Agreement may not be modified or amended except by written agreement executed by both parties hereto.

[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed or caused to be executed by a duly authorized officer in duplicate original this Agreement on the dates indicated below.

<p>THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA for and on behalf of THE UNIVERSITY OF ALABAMA IN HUNTSVILLE</p> <p>DocuSigned by: By: <u>Charles L. Kan</u> Charles L. Kan, President May 7, 2025</p> <p>Date</p> <p>Signed by: By: <u>David A. Puleo</u> David A. Puleo, Provost and Executive Vice President for Academic Affairs May 6, 2025</p> <p>Date</p> <p>Signed by: By: <u>Jason Greene</u> Jason Greene, Dean, College of Business May 6, 2025</p> <p>Date</p> <p>Reviewed by Office of Development: <u>ml</u> May 5, 2025</p>	<p>UNIVERSITY OF ALABAMA HUNTSVILLE FOUNDATION</p> <p>Signed by: By: <u>S. Dagna Rowe</u> S. Dagna Rowe, Chairman May 7, 2025</p> <p>Date</p> <p>DONOR</p> <p>DocuSigned by: <u>Irma L. Tudor</u> 31476BBFAAB14D5... May 5, 2025</p> <p>Date</p>
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**JATINDER N.D. GUPTA GRADUATE STUDENT EXCELLENCE AWARD
ENDOWED GIFT AGREEMENT**

THIS AGREEMENT is made and entered into by and between Dr. Jatinder Gupta (the "Donor") on the one hand; and the Board of Trustees of the University of Alabama, an educational and constitutional instrumentality of the State of Alabama, incorporated by statute, for and on behalf of The University of Alabama in Huntsville (the "University"), and the University of Alabama Huntsville Foundation ("the Foundation"), on the other.

RECITALS

The Donor desires to recognize outstanding College of Business graduate students at the University by establishing an endowment fund named the **Jatinder N.D. Gupta Graduate Student Excellence Award** (the "Fund"), such Fund to be held, invested, and maintained by the University or the Foundation.

To establish the Fund, the Donor has committed to make a total gift of at least Ten Thousand Dollars (\$10,000) by December 31, 2031, which is the minimum amount established by the University for a named endowment support fund.

The Donor, on the one hand, and the University and the Foundation, on the other, have reached an agreement on the terms and conditions for the establishment, management, and use of the Fund and desire to reduce that agreement to writing. In honor of the Donor, in grateful recognition of the Donor's generosity, and in reliance upon this agreement, the University agrees to name this endowment the **Jatinder N.D. Gupta Graduate Student Excellence Award** (the "Fund"), subject to the acceptance of the gift and subsequent approval of such naming by The Board of Trustees of The University of Alabama (the "Board") according to its policies and procedures.

AGREEMENT

The parties do, therefore, based on the mutual promises and covenants in this Agreement and other good and valuable consideration, agree as follows:

Section 1. Gift to Establish Fund.

1.01 The parties acknowledge that the University or the Foundation shall accept total gifts from the Donor in the amount of Twenty Thousand Dollars (\$20,000) or greater to establish the Fund, known as the **Jatinder N.D. Gupta Graduate Student Excellence Award**, and to be used as more fully set forth below. This Agreement is subject to acceptance by the Board according to its policies and procedures. Payments shall be paid by the Donor to the Foundation or the University via check, electronic funds transfer, stocks or other securities, or other methods acceptable to the Donor and the Foundation or University, pursuant to the following schedule:

- (1) Gift commitment of \$10,000 by December 31, 2025.
- (2) Gift commitment of \$10,000 by December 31, 2026.

1.02 The parties agree that other individuals and entities may make gifts to the Fund, and the University and the Foundation agree to accept these contributions as well. Gifts from other individuals and entities will be governed by the terms of this Agreement and the policies of the University.

Section 2. Nature of Fund. The Fund will be a restricted endowment fund to be held,

maintained, invested, and expended under the terms and conditions of this Agreement.

Section 3. **Fund Investment and Management.** The Donor agrees that the monies given to establish the Fund, and any additions to the Fund, shall be maintained and invested by the University or the Foundation in accordance with the Board's Investment Management Policy (in its present or later, revised form). This Policy currently provides that all endowment accounts shall become participants in The University of Alabama Pooled Endowment Fund (the "Pooled Endowment Fund").

Section 4. **Annual Expenditure/Distribution from the Fund.**

4.01 The Donor agrees that, after the fund has been invested in the Pooled Endowment Fund for a consecutive period of twelve months, the University and/or the Foundation shall have available from the Fund annually for distribution a sum up to or equal to the amount determined by applying the then current Board spending rate or policy for the Pooled Endowment Fund. The Donor acknowledges that the Board's policy allows campus financial and advancement officers to establish internal policies that temporarily prohibit distributions from an endowment fund that has a current market value less than its historical dollar value based on the Uniform Prudent Management of Institutional Funds Act guidelines. A copy of any such internal campus policies will be provided to the Donor upon request.

4.02 The University and/or the Foundation are authorized to charge against and pay from the Fund reasonable costs of Fund administration, including investment management fees and commissions.

4.03 If a portion of the funds available for expenditure or distribution from the Fund in any given year, as determined by this section, is not expended or distributed, the unexpended or undistributed amount may, in the sole discretion of the University or the Foundation, either be carried forward for use in future years or returned to the Fund.

Section 5. **Operation of Support Program.**

5.01 Annual expenditures or distributions from the Fund shall be used by the College of Business with the approval of the Dean of the College of Business. This annual award shall recognize an outstanding College of Business graduate student.

Section 6. **Modification of Fund Purpose.** If, due to a change in circumstances at a future time and in the sole judgment of the University or the Foundation, either one of the two situations stated below occurs, the University or Foundation may use the Fund for a purpose or purposes that it deems to be consistent with the Donors' original intent and that serves its educational mission: (1) the achievement of the purpose(s) for which this Fund was established is/are no longer possible or practical, or (2) a limitation, restriction, or criteria made applicable in this Agreement to the use of the Fund becomes obsolete, inappropriate, inadvisable, contrary to law or University policy, or not reasonably susceptible of being carried out. Additionally, if at any time the Board determines in its reasonable and good faith opinion that the Donors' activities would adversely impact the University's public image, or are in material conflict with its mission, the Board will have the right to terminate naming rights provided in this Agreement.

Section 7. **Gifts Below Endowment Level.** If gifts received for the Fund do not reach the minimum, required endowment level of Ten Thousand Dollars (\$10,000) by December 31, 2031, the University or the Foundation shall have the discretion to allocate the gifts received to an endowment fund having similar purposes to the Fund, to create an expendable scholarship fund, or to take other reasonable action that will, in its judgment, serve its educational mission. The University or the Foundation shall, however, notify the Donor (if it is feasible to do so) and allow the Donor a reasonable opportunity to supplement the Fund to bring it to the minimum endowment level.

Section 8. **Annual Reports.** The University or the Foundation shall provide to the Donors, or to any party/parties designated in writing to the University by the Donors, annual reports regarding the status and use of the Fund.

Section 9. **Governing Law and Venue.** This Agreement will be governed by and construed in accordance with the laws of the State of Alabama without regard to any conflict of laws rule or principle that might refer to the governance or construction of this Agreement to the laws of another jurisdiction. Subject to the sovereign immunity of the State of Alabama, any legal proceeding brought in connection with disputes relating to or arising out of this Agreement will be filed and heard in Madison County, Alabama, and each party waives any objection that it might raise to such venue and any right it may have to claim that such venue is inconvenient.

Section 10. **Non-discrimination.** Notwithstanding anything herein to the contrary, in no circumstance will an award be made based on illegal criteria including, but not limited to, race, gender or national origin.

Section 11. **Board of Trustees Approval.** This Agreement and the naming provided for herein are subject to the acceptance of the gift and subsequent approval of such naming by the Board according to its policies and procedures.

Section 12. The language of Board Rule 411, Section X, is incorporated into this Agreement in its entirety by reference.

Section 13. This Agreement constitutes the entire agreement of the parties with regard to the matters referred to herein, and supersedes all prior oral and written agreement, if any, of the parties in respect hereto. This Agreement may not be modified or amended except by written agreement executed by both parties hereto.

[SIGNATURES OF FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed or caused to be executed by a duly authorized officer in duplicate original this Agreement on the dates indicated below.

<p>THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ALABAMA for and on behalf of THE UNIVERSITY OF ALABAMA IN HUNTSVILLE</p> <p>DocuSigned by: By: <u>Charles E. Kuff</u> Charles E. Kuff, President</p> <p>9/8/2025</p> <p>Date</p> <p>Signed by: By: <u>David A. Pritchett</u> David A. Pritchett, Provost and Executive Vice President for Academic Affairs</p> <p>9/8/2025</p> <p>Date</p> <p>Signed by: By: <u>Jason Greene</u> Jason Greene, Dean, College of Business</p> <p>9/8/2025</p> <p>Date</p> <p>Reviewed by Office of Development: <u>ml</u>, 8/29/2025</p>	<p>UNIVERSITY OF ALABAMA HUNTSVILLE FOUNDATION</p> <p>Signed by: By: <u>Dag Rowe</u> S. Dagnal Rowe, Chairman</p> <p>9/8/2025</p> <p>Date</p> <p>DONOR</p> <p>DocuSigned by: <u>Jatinder Gupta</u></p> <p>8/29/2025</p> <p>Date</p>
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