

UAB Athletics Assessment Task Force

February 4, 2015

VIA ELECTRONIC MAIL AND U.S. MAIL

	<u>ENTITY</u>	<u>PRIMARY CONTACT</u>	<u>EMAIL</u>
To:	Deloitte	Lori Snodgrass	lsnodgrass@deloitte.com
	Ernst & Young	Grant R. Haines	grant.haines@ey.com
	KPMG	Joseph W. Reid	carolynwilliams@kpmg.com

From: Wes Smith, Chair, UAB Athletics Assessment Task Force (the "Chair")
Clayton M. Ryan, University Liaison to UAB Athletics Assessment Task Force (the
"University Liaison")
All other Members of the UAB Athletics Assessment Task Force

Re: Request for Proposals for Review of UAB Athletics

The UAB Athletics Assessment Task Force (the "Task Force") is proposing to retain a professional services firm to assist in evaluating certain issues related to UAB athletics (the "Project"), an NCAA Division I institution and current member of Conference USA. Prior to December 2, 2014, UAB Athletics offered 18 sports programs (6 men's – football, basketball, baseball, soccer, tennis and golf; 12 women's – volleyball, soccer, cross country, basketball, bowling, rifle, softball, indoor track & field, outdoor track & field, tennis, golf, and sand volleyball). On December 2, the University of Alabama at Birmingham announced the discontinuation of three programs – football, bowling and rifle, resulting in a total of 15 sponsored programs following the 2015 spring semester.

The Task Force was charged by UAB President Ray Watts to select an experienced firm to undertake a comprehensive, professional feasibility study of the sustainability of football, rifle and bowling, both operationally and the capital investments required in order to be consistently competitive for conference championships and post season opportunities (i.e., in the upper half of Conference USA over a defined period of time). The selected partnership firm should possess a keen knowledge of, and experience with, NCAA Division I intercollegiate athletic programs including, but not limited to, athletic financial, operational, and capital investment issues. The selected firm will be required to: (1) benchmark relevant data against select peer institutions to determine the viability and necessary resources to offer/reinstate the football, bowling, and rifle programs; (2) report any additional reasonably quantifiable projections that should be incorporated in future decisions regarding sports sponsorship and associated operational concerns. It is understood that the selected firms will have access to internal and external resources from which

which to gather information and input. It is expected that the firms will attempt to quantify such intangible consequences such as enrollment fluctuations, overall university giving, and undergraduate and graduate student experiences, etc., for a university that no longer offers NCAA Division I Football at the Football Bowl Subdivision level. Furthermore, it is expected that the firms will evaluate options and the overall financial impact on the overall athletic program in regards to conference affiliation, including but not limited to, conference revenue distribution, television agreements, travel, sport offerings, etc.

Ultimately, the firm retained for this Project should produce a comprehensive analysis, with stated assumptions, of the resources required to adequately field a consistently competitive NCAA Division I Football Program at the Football Bowl Subdivision level, equivalent to Conference USA peer institutions, that factors in NCAA minimum requirements and compliance with Title IX regulations, while outlining the consequences and approximate values of not sponsoring NCAA Division I Football.

It is understood that firms receiving this RFP shall partner with an athletics consulting firm and/or former intercollegiate athletics executives with extensive experience and knowledge in the current landscape of intercollegiate athletics financial and operational issues, as well as best practices in running a comprehensive NCAA DI athletics program. Firms are encouraged to consider a firm listed in Exhibit 2 below, or provide a detailed resume of consultant(s), outlining and describing relevant experiences to add to the success of this Project. The list in Exhibit 2 consists of a sample of firms recommended for consideration by various members of the Task Force.

Once the review is complete, the firm shall deliver a written report of its findings to the Task Force, complete with a summary of strategic objectives, planning assumptions, sources of data and data used, and conclusions. The report will be delivered by the Task Force to the UAB administration and widely disseminated publicly.

Attached as Exhibit 1 is a copy of the charge letter dated January 20, 2015, from UAB President Ray L. Watts to the Task Force.

Exhibit 2 contains a general description of the proposed Project, which includes background information and a projected timeline for completion of the Project.

Exhibit 3 describes the specific services and the role and responsibilities of the firm(s) for this Project.

Exhibit 4 describes the general conditions and requirements that apply to professional services for this Project.

Exhibit 5 is the form that you should use in submitting your proposal.

As you know, your firm has been selected to receive this request for proposal for professional services. We appreciate your participation in this process and look forward to your submission.

The University of Alabama at Birmingham (the "University"), located in Birmingham, Alabama, is one of the campuses of The University of Alabama System, which is a public corporation and constitutional instrumentality of the State of Alabama, incorporated by statute.

All proposals submitted in response to this invitation shall be made in accordance with and subject to the Bylaws, Rules, and Policies of the University and shall be subject to all provisions or laws of the State of Alabama and to the provisions in this invitation and its attachments. The decision on whom to retain for this Project shall be made by the full Task Force and shall be based on an evaluation of the best interests of the University. The information contained in the proposals submitted in response to this invitation shall be among the factors considered in making that evaluation. The Chair and the University Liaison of the University shall be responsible for the management of the firm(s) as they complete their work, although it is anticipated that the firm(s) will deal with each member of the Task Force at various times.

The scope of the services and the duties and requirements to be provided by the firm(s) selected are set out in this letter and in the attachments. Such services and requirements may be modified or expanded by the Task Force, however, as the Project develops.

While it is the intention of the Task Force to retain the firm until completion of the Project, the Task Force retains the right to cancel and terminate the service contract with the firm(s) retained prior to Project completion without penalty or payment other than for fees based on a percentage completion basis for any estimated costs or expenses included in the response, but only for such services performed and expenses incurred prior to notification by the Task Force.

The firm(s) selected should be available to provide the necessary and appropriate services immediately upon receipt of notice of their selection. **The present timetable for completion of the Project and delivery of a written report detailing findings is March 31, 2015.**

If you have any questions or need additional information in order to submit your proposal, please let us know. If any of the prospective firms requests and receives significant information that could affect the proposal amount, the Task Force will provide the response to all firms.

Please submit your proposal by mail (to the attention of the Chair and the University Liaison at Maynard, Cooper & Gale, P.C., 1901 6th Avenue North, 2400 Regions Harbert Plaza, Birmingham, AL 35203), or electronic mail at cryan@maynardcooper.com (with original to follow). Proposals must be received by no later than the close of business (5:00 p.m. Central Standard Time) on Monday, February 16, 2015. Proposals received after that time will not be considered. It is anticipated that a firm will be selected and notified by Monday, February 23, 2015.

Thank you for your interest. We look forward to receiving your response.

Very truly yours,



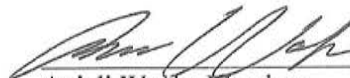
Wes Smith, Chair
UAB Athletics Assessment Task Force



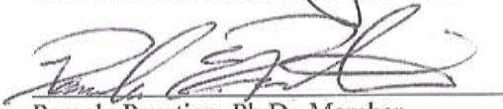
Frank Messina, Member
UAB Athletics Assessment Task Force



Shannon J. Ealy, Member
UAB Athletics Assessment Task Force




Anjali Wagle, Member
UAB Athletics Assessment Task Force



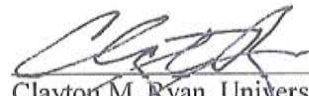
Pamela Paustian, Ph.D., Member
UAB Athletics Assessment Task Force



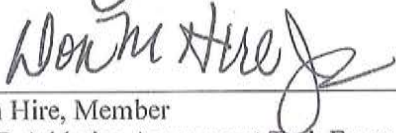
Tandy Dolin Petrov, Member
UAB Athletics Assessments Task Force



Harold Jones, Ph.D., Member
UAB Athletics Assessment Task Force



Clayton M. Ryan, University Liaison
UAB Athletics Assessment Task Force



Don Hire, Member
UAB Athletics Assessment Task Force

CMR/nwn
Enclosures

EXHIBIT 1

**Charge Letter to the UAB Athletics Assessment Task Force
January 20, 2015**

Charge to the UAB Athletics Assessment Task Force
January 20, 2015

Since my recent announcement of the appointment of a committee to assess the validity of the Carr Report, there have been questions raised over the charge of this committee, the scope of its work, and its independence. I am writing today to provide a clear charge to this committee and to clarify its work.

This committee shall be referred to as the UAB Athletics Assessment Task Force (the "Task Force") and will be chaired by Wes Smith, President of the UAB National Alumni Society (the "Chairperson"). Other members include:

- Shannon J. Ealy, interim Athletic Director;
- Dr. Pamela Paustian, representing the UAB Faculty Senate;
- Dr. Harold Jones, Dean of the UAB School of Health Professions;
- Don Hire, community leader and UAB athletics supporter;
- Dr. Frank Messina, UAB Faculty Athletic Representative;
- Anjali Wagle, President, USGA;
- Tandy Dolin Petrov, President, Graduate Student Government; and
- A former UAB student-athlete to be determined;

Clay Ryan, a shareholder at Maynard, Cooper & Gale, P.C., who has been retained by the University to assist on a variety of matters, will serve as University liaison (the "Liaison") to the Task Force.

Review of Assumptions, Projections and Data in the Carr Report

First, the Task Force is being asked to select a firm to assess the validity of the Carr Report. To that end, the full Task Force will select an independent, national firm experienced in working with universities across the country on collegiate athletic financial and operational issues to undertake a comprehensive, professional review of the Carr Report. The Task Force will be free to take a fresh look at the Carr Report – including the data and the projections that formed the basis of the report, as well as any additional reasonably quantifiable projections that should be incorporated. Revisiting the Carr Report necessarily involves not only confirming the accuracy of figures arrived at based on the assumptions and projections included in the report, but confirming that the assumptions and projections used were reasonable based on the stated desire of UAB to field teams that are consistently competitive for conference championships and post-season opportunities, among other objectives. Once retained, the Chairperson and the Liaison will be responsible for working with the firm as they conduct their review and complete their work.

I am asking all UAB stakeholders to provide their input in writing as part of this process. A mechanism will be established for public input and will be announced following selection of the independent firm. The firm's report will ultimately be delivered to the Task Force and widely disseminated to UAB administrators, students, faculty, alumni, other employees, friends, supporters, community leaders and other public officials, and the general public.

Subcommittee Formation and Consideration of Private and Public Sector Financial Support of UAB Football, Rifle, and Bowling

Second, it is possible that the Task Force may wish to form subcommittees, including one to measure hard dollar support from the public and private sector immediately available to support UAB football and sufficient to fund the return of the UAB football, rifle, and bowling programs. The Task Force will have the latitude to appoint subcommittees without restriction. Any such subcommittee shall conduct its work according to the charge delivered by the Chairperson to the subcommittee, and shall provide a written report to the full Task Force upon completion of its work according to its charge.

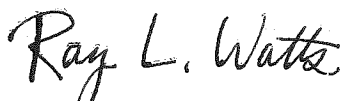
Transparency

Third, the Task Force will be transparent. It will report regularly on its efforts and progress to the public, with a final report being made available to all for discussion and action.

Finally, if our efforts reveal that there are sustainable financial resources available in the public and private sector that are not currently available to UAB to support the return of these programs at a level of excellence that the UAB family deserves, then the decision previously reached may change.

I have confidence in the Task Force and the manner in which you will conduct this important review. I am encouraged by the passion of the UAB family and believe that we will be better tomorrow than we were yesterday. I look forward to working constructively with you and with members of the UAB family in this process and in future efforts to support UAB and the five pillars of our mission – Education, Research, Patient Care, Service, and Economic Development. Thank you for your love of our great university.

Sincerely,

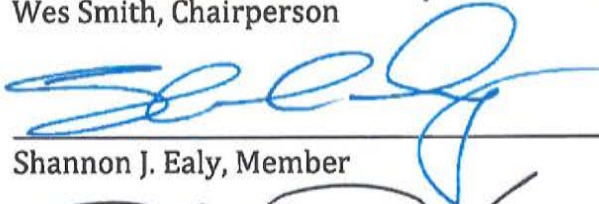


Ray L. Watts, M.D.
President, UAB

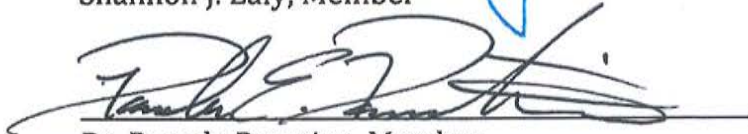
Agreed to and Accepted By:



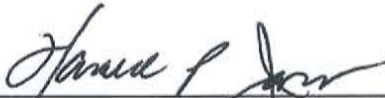
Wes Smith, Chairperson



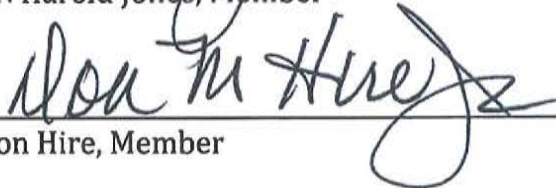
Shannon J. Ealy, Member



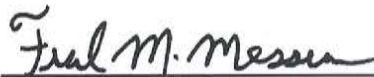
Dr. Pamela Paustian, Member



Dr. Harold Jones, Member



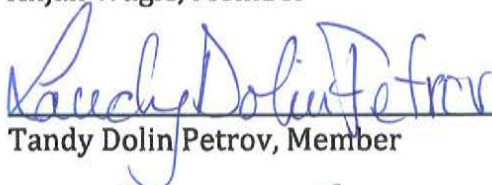
Don Hire, Member



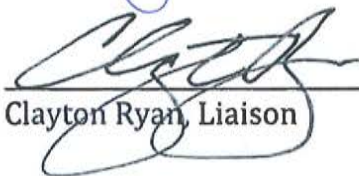
Dr. Frank Messina, Member



Anjali Wagle, Member



Tandy Dolin Petrov, Member



Clayton Ryan, Liaison

EXHIBIT 2

UAB Athletics Assessment Task Force Project Summary

Timeline for Completion:

President Watts charged the Task Force with delivery of a report by April 2, 2015. The Task Force expects the retained firm to work diligently to complete its work as quickly as possible and to deliver a written report no later than April 2, 2015. In the event that it becomes evident that the report cannot be completed by this date, the Task Force may extend the date for delivery of the report.

Firms for Potential Partnership:

The Task Force has identified a number of potential firms that have significant experience in working with universities on intercollegiate athletic financial, operational, and capital funding issues. Those firms are listed below and shall be considered. It is required that recipients of this RFP partner with one of these firms, or another firm that can demonstrate a keen knowledge and comprehensive experience to best practices and understanding the complexities of managing a successful NCAA Division I athletics program, in making a proposal:

Firm	Primary Contact	Address	Telephone	Email
OSKR	Chris Groves	2200 Powell Street Emeryville, CA 94608	(510) 899-7185	cgroves@oskr.com
College Sports Solutions	Jeff Schemmel	3101 Towercreek Pkwy Suite 175 Atlanta, GA 30339	(619) 849-0492	jschemmel@ collegesportssolutions.com
Collegiate Sports Associates	Todd Turner	3185 Seven Lakes West West End, NC 27376	(910) 986-3104	tturner@ collegiatesportsassociates.com
Collegiate Consulting	Russell Wright	3101 Towercreek Pkwy Suite 175 Atlanta, GA 30339	(678) 324-8387	rwright@ collegiateconsulting.com
National Association of Collegiate Directors of Athletics				membership@nacda.com

Conference USA	Judy MacLeod	5201 N. O'Connor Blvd. Suite 300 Irving, TX 75039	(214) 774-1300	jmacleod@c-usa.org
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Information about Firm and Partner

The response to this RFP should include detailed information about the firm and its partner firm(s), including its general expertise and team members it intends to involve in the Project, its specific expertise in higher educational and intercollegiate athletic programs.

EXHIBIT 3

Role and Responsibilities

The following is a list of tasks and deliverables that the Task Force anticipates the firm being responsible for in conjunction with this matter:

1. The retained firm should provide regular, detailed updates to the Task Force concerning the status of its work.
2. The retained firm should be available to speak to the Task Force during each of the Task Force's meetings.
3. The retained firm shall compile its findings in summary form, together with supporting data and exhibits, and deliver a written report to the Task Force no later than March 31, 2015, unless the deadline is extended as detailed in Exhibit 2.
4. The retained firm shall attempt to interview CarrSports Consulting to ensure understanding of their analysis, assumptions, data, and conclusions.

EXHIBIT 4

General Conditions and Requirements

1. The fee charged by the firm(s) and any partner shall be a flat fee and shall be inclusive of the usual and ordinary office expenses of the firm(s) but, at the discretion of the firm(s) may not include extraordinary expenses. Extraordinary expenses may include duplicating, printing, facsimile, package delivery, long distance telephone charges, filing fees, travel expenses and travel time, and other fees. If the firm(s) expects to bill for extraordinary expenses, in addition to its basic fee, then the bid submitted shall include an itemized estimate of these extraordinary charges. The firm(s) may bill separately for these expenses but may not exceed the estimate.
2. In the event other than the failure of the firm(s) to perform its professional obligations or requirements under this proposal, the firm(s) shall be entitled to a payment of fees based upon a percentage of the Project completed as mutually agreed upon by the parties, together with any extraordinary expenses listed in the bid and actually incurred.
3. In the event that a responding firm(s) or its partner had any contact in whatever form with any person, whether officially associated with UAB or otherwise, concerning a potential engagement in connection with an assessment of UAB athletics prior to receipt of this RFP, that contact and the person with whom contact was made should be disclosed in any response.
4. The fee quoted shall be provided as a single quote inclusive of both firm(s) fees.
5. This is a request for proposal to provide professional services. The decision as to whom to retain shall be made by the Task Force in its sole discretion. The Task Force shall make its decision based on what it believes to be in the best interest of UAB. It is not obligated to accept the lowest bid submitted.
6. The task force requires that no graduate from the University of Alabama System be assigned to the work team performing the analysis.

EXHIBIT 5

**Bid for Professional Services
UAB Athletics Assessment Task Force**

Fees and Expenses in connection with the Project:

Flat fee:	\$ _____
(Optional) Extraordinary expenses	\$ _____
Total	\$ _____