

**QUINCY COLLEGE
BOARD OF GOVERNORS**

**MEETING OF JUNE 15, 2006
Minutes**

The meeting was called to order at 6:21 PM. The member roll was called. The following members of the Board of Governors were present at the call of the member roll: Mark Bertman; Robert Crowley; David Dennis; William Grindlay; Peter O'Neill, Esq., First Vice Chair; Peter Tsaffaras, Esq.; Theresa Lord-Piatelli, Esq., Chair. Absent at the call of the member roll were: Joanne Condon-Walsh; Dr. Joseph Nicastro; Richard Nici, Second Vice Chair; Daniel Raymondi, Esq.; Jerrell Riggins; Walter White.

Also present were: Martha Sue Harris, President and Secretary of the Board of Governors; Dr. Keith Cotroneo, Senior Vice President for Academic Affairs; Pushap Kapoor, Vice President for Administration; Robert E. Baker, Jr., Esq., Dean of Business and Public Service Programs and Clerk of the Board of Governors; Michelle McNulty, Esq.; Matthew Tobin, Esq.; Mary McNamara, Esq.

The Pledge of Allegiance was recited. A moment of silence was observed.

Motion by Mr. Grindlay to enter into Executive Session for the purpose of discussing litigation and collective bargaining. The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Open and public session recommenced at 7:15 PM.

The Chair called for the Open Forum portion of the meeting to begin and invited anyone who wished to address the Board of Governors to do so. The Chair repeated the invitation. As nobody responded to either invitation, the Chair declared the Open Forum portion of the meeting closed.

Motion by Mr. Bertman to accept the minutes of the Board of Governors' meeting of May 25, 2006. The motion was seconded by Mr. O'Neill. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. O'Neill; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion. Mr. Grindlay abstained as he was not present at the May 25th meeting. The motion was adopted.

Motion by Mr. O'Neill to accept the minutes of the Board of Governors' Executive Session of May 25, 2006. The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. O'Neill; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion. Mr. Grindlay abstained as he was not present at the May 25th meeting. The motion was adopted.

Ms. Lord-Piatelli then presented the Report of the Chair. She reported that she, President Harris, and Assistant City Solicitor Robert Quinn appeared, on June 6, 2006, before the Massachusetts Legislature's Joint Committee on Cities and Towns in support of the Home Rule Petition. The Chair also reported that Ms. Condon-Walsh has been appointed to the Nominating Committee. The Chair then instructed that the minutes of the Executive Session of May 25, 2006, remain confidential until the matters set forth therein are resolved. The Chair then recalled the Board's

request from the meeting of May 25, 2006, that she contact the Board member who has not been attending meetings. The Chair reported that while she did contact the Board member, she received no definitive response from the member, so this is a circumstance that will need to be addressed in the future by legislation. The Chair also commended President Harris and her team for the reinstatement of the Surgical Technology Program.

President Harris then presented the Report of the President. She cited a report from the Board of Higher Education that recommended the reinstatement of the Surgical Technology Program. She applauded the work of Susan Hunter, Dean of Allied Health, and Nancy Varner, Clinical Supervisor/Assistant Director, Surgical Technology. President Harris then called upon Dean Hunter to come forward and be introduced to the Board of Governors. President Harris also reported that Summer I enrollments are down and other programmatic options are being explored for future summers.

Mr. Riggins arrived at 7:27 PM.

President Harris then introduced to the Board the five year plan for technology (please see copy, attached), calling for replacement of technology on an annual, rotating basis.

Next addressed were Reports of Special Committees.

In the absence of Dr. Nicastro, Subcommittee Chair, Mr. O'Neill presented the report of the Personnel and Programs Subcommittee. Mr. O'Neill explained the various policy changes recommended by the Personnel and Programs Subcommittee at its meeting of June 12, 2006. President Harris then explained the duties of, and rationale for, the position of Executive Director of Campus Facilities and Security. Mr. O'Neill then explained the Subcommittee's recommendation for approval of the Exercise Science/Personal Training and Phlebotomy Certificate Programs.

Motion by Mr. O'Neill to approve the Academic Placement Policy (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the recommended change in the Degree Requirement Policy (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the recommended change in the Certificate Requirement Policy (please see copy, attached). The motion was seconded by Mr. Riggins. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the recommended change in the Variances Policy (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the recommended change in the Open Enrollment Policy (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the proposed job description and position of Executive Director of Campus Facilities and Security (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the proposed Exercise Science Certificate Program (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the proposed Phlebotomy Certificate Program (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. O'Neill to approve the Academic Calendar, as amended (please see copy, attached). The motion was seconded by Mr. Tsaffaras. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Grindlay, Subcommittee Chair, then presented the report of the Finance and Facilities Subcommittee. Mr. Riggins explained the computer system improvements that would allow for web-based registration, at a cost of \$106,000.00. Also available would be access to grades, syllabi, and other learning materials. He described these improvements as a step in bringing Quincy College into a new age. Mr. Grindlay expressed his reluctance at taking money out of the Fund Balance but said that this reluctance is outweighed by the benefits of this proposal. Mr. Riggins expressed the belief that the entire process, including installation, should be completed by Winter registration.

Motion by Mr. Grindlay to approve the transfer of \$110,000.00 from Fund Balance, FY 2007, to the IT Consulting line. The motion was seconded by Mr. Riggins. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay to transfer the following amounts from Reserve for Appropriation, FY 2006, to the indicated budget line:

1. \$3,000.00 to Marketing-Recruitment (out of state candidates for Dean, Liberal Arts, position travel allowance at \$500.00 each);
2. \$1,500.00 to Consulting (for training provided by Bill Lewis);
3. \$5,595.00 to Equipment Purchase (purchase of autoclave for Surgical Technology);
4. \$13,000.00 to Facilities Maintenance (for work performed by Eagle Elevator but billed to Quincy High School in error);
5. \$1,500.00 to Facilities Maintenance (for sprinkler service by Fire Equipment, Inc.)
6. \$5,000.00 to Payroll (for moving expenses by Allied Health Dean, per contract);
7. \$2,000.00 to Marketing (DVD for Admissions project);
8. \$1,080.00 to Special Events (for PN Student and Faculty Recognition);
9. \$700.00 to Special Events (for luncheon following May 20th Commencement).

Total: \$33,375.

The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay to transfer the following amounts from Reserve for Appropriation, FY 2006, to the indicated budget line:

1. \$7,100.00 to Facilities Maintenance (for moving, storage, and disposal at 11 North Street, Plymouth);
2. \$8,020.00 to Instructional Services (Eastern Nazarene College) (to pay old, outstanding tuition for Masters' Cohort, on behalf of Foundation, to be repaid by Foundation);
3. \$4,200.00 to Equipment Purchase (furniture for new faculty, counselors, and Fulbright scholars);
4. \$200.00 to Special Events (for articulation meeting with ENC).

Total: \$19,520.00

Motion seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay to transfer \$82,500.00 from Reserve for Appropriation, FY 2007, to Judgments, Losses, and Claims. The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay to transfer \$2,666.00 from Reserve for Appropriation, FY 2007, to Payroll (Plymouth Specialist position). The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay to transfer \$2,666.00 from Reserve for Appropriation, FY 2007, to Payroll (Marketing Specialist position). The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay to approve of the disposal of items set forth in Jack O'Donnell's memo (please see copy, attached), with a total value of \$117.00. The motion was seconded by Mr. Crowley. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Tsaffaras, Subcommittee Chair, presented the report of the By-Laws Subcommittee. He reported on the changes set forth in the May 22nd recommendations (please see copy, attached) and the recommendations developed since then, including: establishment of committees by the Chair, with the approval of the Board; appointment by Chair of members to committees; Chair serving ex officio on all committees; Chair's authority to appoint him/herself as a voting member of any committee. Mr. Grindlay asked for a synopsis of all amendments recommended by the Subcommittee. A discussion then was held on Article II, Section 5 (Quorum), of the By-Laws. It was the consensus of the Board of Governors that the intention of that provision was to base a quorum on a majority of the filled, or appointed, seats on the Board of Governors, that any vacancies on the Board not be considered in determining the existence or the lack of a quorum, and that the By-Laws be revised to reflect this intention.

Motion by Mr. O'Neill to adopt revised By-Laws, and to waive the thirty day waiting period for consideration of revisions to the By-Laws. The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Next addressed was Old Business. Attorney McNamara reported on the status of the Quincy College Trust. She reported that Articles of Organization and By-Laws have been filed with the Secretary of the Commonwealth's Office. A Certificate of Solicitation and a Tax ID number have been received, leading to the establishment of accounts at the Quincy Municipal Credit Union. She further explained that the Trust is an independent entity with its own by-laws and rules, and is the creation of legislation. It is an independent corporation but the Board of Governors does have some authority over the Trust. Section 6 of the enabling legislation calls for the Trust to provide certain information and documentation to the Board. The Board has the authority to request from the Trust any financial information that it desires. Ms. Lord-Piatelli asked who ultimately is responsible for where the money in the Trust is to go. Attorney McNamara replied that it is within the parameters of the members of the Trust. She further stated that dissolution is governed by statute (M.G.L., Chapter 180), and the ways in which this can occur are limited. The old Foundation still has assets, which have not been touched since the audit by Sullivan and Rogers. Therefore, the old Foundation is in existence and still responsible for paying its debts. If it is the determination of the public authorities that they will take no action against the assets of the Foundation, then the Board of Governors needs to decide whether to conduct business or dissolve. Attorney McNamara suggested that the people serving as officers of the Trust also serve in the old Foundation, conduct its business, and work to dissolve the Foundation.

Motion by Mr. Grindlay that the Secretary of the Board of Governors communicate with the Attorney General of the Commonwealth and the Norfolk County District Attorney that they have received reports of the Foundation audit, and determine who is assigned by their respective offices to handle the matter. The motion was seconded by Mr. Crowley. There was no

discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Grindlay asked for the establishment of a calendar of Board meetings for the next year. Ms. Lord-Piatelli questioned the usefulness of this given that there will be four new Board members. President Harris asked for the preferences of Board members.

At 8:26 PM, Ms. Lord-Piatelli left the room and the chair was assumed by Mr. O'Neill. Ms. Lord-Piatelli returned and resumed the chair at 8:30 PM.

Motion by Mr. Grindlay that regular Board meetings for 2006-2007 be scheduled September through June for the fourth Wednesday of each month. The motion was seconded by Mr. Bertman. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Bertman that the meeting be adjourned. The motion was seconded by Mr. O'Neill. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Crowley; Mr. Dennis; Mr. Grindlay; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted. The meeting of the Board of Governors was adjourned at 8:34 PM.