

**QUINCY COLLEGE
BOARD OF GOVERNORS**

**Special Meeting of April 3, 2006
Minutes**

The meeting was called to order at 4:33 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; William Grindlay; Dr. Joseph Nicastro; Peter O'Neill, Esq., First Vice Chair; Daniel Raymondi, Esq.; Peter Tsaffaras, Esq.; Theresa Lord-Piatelli, Chair of the Board of Governors. The following members of the Board of Governors were absent at the call of the member roll: Joanne Condon-Walsh; Robert Crowley; David Dennis; Richard Nici, Second Vice Chair; Jerrell Riggins; Walter White. Also present were: Martha Sue Harris, President and Secretary to the Board of Governors; Dr. Keith Cotroneo, Senior Vice President for Academic Affairs; Pushap Kapoor, Vice President for Administrative Services; Steve Higgins, CFO; Robert E. Baker, Jr., Esq., Dean of Business and Public Service Programs and Clerk of the Board of Governors; Michelle McNulty, Esq.; Robert Quinn, Esq., Assistant City Solicitor.

At the direction of the Chair, the Pledge of Allegiance was recited and a moment of silence was observed.

The Chair then called for the commencement of Agenda Item # 4, Comment on the Draft FY 2007 Budget. The Chair invited anyone who wished to come forward and comment on the draft FY 2007 budget to do so. Mr. Grindlay explained that the purpose of this agenda item was to give persons an opportunity to comment on the draft budget prior to the Finance and Facilities Subcommittee making final budget recommendations to the Board of Governors. He also informed the Board of Governors that the Finance and Facilities Subcommittee will be holding an all day session on the draft budget on April 19, 2006, beginning at 8:30 AM. The Chair extended a second invitation to anyone who wished to come forward and comment on the draft FY 2007 budget to do so. As nobody came forward, the Chair declared that portion of the meeting closed.

The next matter addressed was Agenda Item # 5, the Home Rule Petition. The Chair called upon Attorney McNulty to explain to the Board of Governors developments in the Home Rule Petition (please see copy, attached). Attorney McNulty presented a summary of the Petition's sections, dealing with: control of Saville Hall; Board of Governors' membership on the Appointing Council; annual payment by the College to the City of Quincy for services rendered; College administration's participation in labor negotiations with College bargaining units. Regarding the last section, she explained that this section was added to the draft to allow the President or designee to participate in collective bargaining negotiations.

Mr. Riggins arrived at 4:40 PM.

Attorney McNulty went on to explain that, with regard to Section 3, an attempt was made to separate those things that the College, as a department of the City of Quincy, cannot do for itself. The annual amount is \$100,000.00, with a three per cent annual increase. The College may retain legal services independent of the City of Quincy.

Mr. Nici arrived at 4:43 PM.

Attorney McNulty further explained that costs such as benefits, insurance, and pensions are not included within the scope of the Home Rule Petition. In response to a question from Mr. Grindlay, Attorney McNulty stated that the Home Rule Petition does not affect the status of Quincy College

as a department of the City of Quincy or of College employees as employees of the City of Quincy.

Mr. Raymondi recalled that the matter of the Home Rule Petition has been pending since 2004. He stated that the Board of Governors had been told by counsel that as a department of the City of Quincy, Quincy College was not liable for real estate taxes, and was secure in its lease of Saville Hall due to the courthouse mitigation. He stated that the College has, for years, been trying to secure long term leases for Coddington Hall and the houses. He said that at one point, \$300,000.00 was paid by the College for the use of the houses in perpetuity, only to find later that such was not the case. He urged the Board to make sure that that the language of the Home Rule Petition gives Quincy College just what it wants. He asserted that the Home Rule Petition can be used to grant to the College the right to own property. Attorney McNulty disagreed and stated that even the Quincy Public Schools only controls but does not own property. Quincy College is not a separate legal entity. Mr. Raymondi suggested that a home rule petition can be crafted to create the College as a separate legal entity with the authority to own property. He referred to a prior document that called for conveyance of Saville Hall to Quincy College or a ninety nine year lease pursuant to a home rule petition, with no rent to be paid until the passage of a home rule petition by the Legislature. He stated that Quincy College has paid for Saville Hall over and over again.

Mr. Raymondi referred to a memorandum of understanding signed by the Mayor which calls for a home rule petition that gives Quincy College the right to own property. Mr. Raymondi said that it is time for Quincy College to own something, if it is the will of the Board to do so. His preference is to use control of Saville Hall as a fallback, but to forward to the Legislature a home rule petition that allows for ownership. He pointed out that the present Petition does not, when talking about control, mention the words "in perpetuity". The Petition, he said, also is silent on the subject of real estate taxes. He also referenced a prior home rule petition filed by the Mayor that, as amended, called for the City's authority to sell Saville Hall to Quincy College, and the City Solicitor's Office at that time raised no issue with the College being unable to own property. Mr. Raymondi said that by virtue of the prior home rule petition, the General Law that calls for the Mayor to be the hiring authority was overruled and the College President is the hiring authority. He also said that the City services to be paid for should be defined and enumerated.

Ms. Lord-Piatelli expressed her respect for Mr. Raymondi's historical knowledge but wished that he had brought his concerns to the Board previously. She described the Home Rule Petition as a means of moving forward and finding security, particularly regarding Saville Hall. She expressed confidence in the research done and opinions expressed by Attorney McNulty, and Murphy, Lamere, and Murphy. She described the Petition as imperfect but a step forward. It does secure custody and control of Saville Hall until such time as independence, if that be the will of the Board, is achieved. She said that this Petition secures for Quincy College the control of what it already has paid for. An incremental approach is fine and the failure to take such an approach in the past has paralyzed the College. She also said that as a department of the City of Quincy, the College is not liable for real estate taxes.

Mr. Grindlay asked about the status of real estate taxes on Saville Hall. Attorney McNulty replied that Saville Hall is owned by the City of Quincy and, as such, is not subject to real estate taxes. The \$500,000.00 previously paid to the City was for real estate taxes owed by the building's prior owner. Mr. Grindlay expressed objection to Section 4 of the Petition as it gives the Mayor a role in agreeing to expenditures to be borne by the College. Attorney McNulty explained the history of the City's and College's involvement in collective bargaining negotiations. The change proposed by the Petition is that, while the Mayor may designate someone to negotiate collective bargaining agreements pertaining to the College, the College President (or designee) has a place at the negotiating table. The Mayor, however, remains the negotiating authority.

Motion by Mr. Raymondi that Section 4 of the Home Rule Petition be amended to state: Section 11 of Chapter 53 of the Acts of 1994 is hereby amended by deleting therefrom the third sentence

and inserting in its place "The Board of Governors of Quincy College may designate a representative to act in its interest in labor relations with its employees, notwithstanding, the Mayor or his designee may participate in labor negotiations." The motion was seconded by Mr. Tsaffaras.

On the motion, Attorney McNulty directed the Board's attention to the previous sentence of Section 11, which defines the employer as the City of Quincy. Mr. Raymondi expressed the intent of his motion as defining the Board of Governors as the designated negotiating representative, not as the public employer. Attorney McNulty agreed that historically, the Board filled that role in negotiations. Ms. Lord-Piatelli described Section 4 as something additional to the Memorandum of Understanding and that amendments to Section 4 would have the likely effect of taking this Home Rule Petition off the table. She described the Petition as what could be accomplished right now. Mr. Raymond expressed the belief that Section 4 is not what has held up the Petition for two years. Rather, he said, it was the Mayor's attempts to extract \$5,000,000.00 from Quincy College. Mr. Grindlay stated that, despite his dissatisfaction with the bargaining process, he will vote against the motion as the Petition was the product of much work and negotiation.

On the motion by Mr. Raymondi, the following members of the Board of Governors voted in favor of the motion: Mr. Raymondi. The following members of the Board of Governors voted in opposition to the motion: Mr. Bertman; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. There were no abstentions. The motion was defeated.

Motion by Mr. Grindlay that the Home Rule Petition be accepted as submitted. The motion was seconded by Mr. Tsaffaras.

At 5:40 PM, Ms. Lord-Piatelli vacated the Chair. Mr. O'Neill assumed the duties of Chair.

In response to a question from Mr. Raymondi, Attorney McNulty stated that Section 1 of the Petition would have to be rewritten to allow the College to own real property. She stated that home rule petitions cannot grant authority inconsistent with the General Laws, and the College being granted the authority to own real property would be inconsistent with MGL, Chapter 40, Sections 3 and 15A.

At 5:45 PM, Ms. Lord-Piatelli returned and resumed the Chair.

Mr. Raymondi expressed the belief that there already is a General Law that gives a municipality the authority to give real property to a department for that department's use in perpetuity.

At 5:46 PM, the Chair called a recess.

The meeting resumed at 5:52 PM.

Motion by Mr. Grindlay to suspend the regular order of business to enter into Executive Session for approximately one hour to discuss litigation. The motion was seconded by Mr. Bertman.

On the motion, Mr. Raymondi objected, stating that he had a City Council meeting at 6:30 PM and that he had two further motions to offer.

On Mr. Grindlay's motion to enter into Executive Session, the following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Mr. Tsaffaras; Ms. Lord-Piatelli. Mr. Raymond voted in opposition. There were no abstentions. The motion was adopted.

At 6:00 PM, the meeting resumed in open and public session.

Motion by Mr. Grindlay to suspend the regular order of business and enter into Executive Session for the purpose of discussing litigation, to return to open and public session at the conclusion of Executive Session. 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. Grindlay; Dr. Nicastro; Mr. Nici; 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.

Open and public session was resumed at 6:13 PM.

Motion by Mr. Grindlay to call the question on his prior motion to accept the Home Rule Petition as submitted. 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. Grindlay; Dr. Nicastro; Mr. Nici; 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.

On the main motion by Mr. Grindlay to accept the Home Rule Petition as submitted, Mr. Bertman asked what were the ramifications of acceptance of the Home Rule Petition. Ms. Lord-Piatelli responded that it secures the Saville location, as well as bargaining table representation. She said that while she agreed with many of Mr. Raymond's points, she felt that legislation to achieve Mr. Raymond's goals would not be attainable for some time.

On the motion to accept the Home Rule Petition as submitted, the following members of the Board of Governors voted in favor of the motion: Mr. Bertman; Mr. Grindlay; Dr. Nicastro; Mr. Nici; 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 that the meeting of the Board of Governors be adjourned. 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. Grindlay; Dr. Nicastro; Mr. Nici; 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 was adjourned at 6:19 PM.