

QUINCY COLLEGE

BOARD OF GOVERNORS

MEETING OF SEPTEMBER 22, 2010

Minutes

The meeting was called to order at 6:38 PM. The member roll was called. The following members of the Board of Governors were present at the call of the member roll: Mary Jo Brogna, Second Vice Chair of the Board of Governors; Francis Byrne; Thomas Feenan; Donald Gratz; William Grindlay. Pedro Viejo-Rodriguez was absent at the call of the member roll.

Also present were: Martha Sue Harris, President and Secretary of the Board of Governors; Dr. Patricia Vampatella, Vice President for Academic Affairs; Pushap Kapoor, Vice President for Administration and Enrollment Management; Jennifer Tonneson, Chief Financial Officer/Business Administrator; Robert E. Baker, Jr., Esq., Dean of Business and Public Service Programs and Assistant Secretary of the Board of Governors; Anna Williams-Cote, Esq., Dean of the Plymouth Campus; William Hall, Executive Director of Campus Services and Facilities; Tom Pham, Executive Director of Information Technology; Kimberly Puhala, Director of Institutional Research; Dr. James Magee, Special Assistant to the President for Institutional Transitions; Michelle McNulty, Esq., Murphy, Lamere, and Murphy; Matthew Tobin, Esq., Murphy, Lamere, and Murphy.

Ms. Brogna presided.

The Pledge of Allegiance was recited and a moment of silence was observed.

Ms. Brogna called for the Open Forum portion of the meeting to begin and invited anyone who wished to address the Board of Governors to come forward and do so. There was no response to Ms. Brogna's invitation. Ms. Brogna repeated the invitation, again with no response, and she declared the Open Forum closed.

Motion by Mr. Grindlay that the Board of Governors approve the minutes of its meeting of June 14, 2010. The motion was seconded by Mr. Byrne. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Next addressed was the election of officers of the Board of Governors.

Mr. Viejo-Rodriguez arrived at 6:45 PM.

Mr. Byrne nominated Mr. Grindlay to serve as Chair of the Board of Governors. The nomination was seconded by Mr. Feenan. There were no other nominations for the office of Chair.

The following members of the Board of Governors voted for Mr. Grindlay to serve as Chair of the Board of Governors: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Viejo-Rodriguez. There were no votes against Mr. Grindlay. Mr. Grindlay abstained. Mr. Grindlay was elected Chair of the Quincy College Board of Governors.

Mr. Grindlay assumed the duties of Chair. He thanked the members of the Board of Governors for the honor of choosing him as Chair. He stated that he is now entering his ninth year on the Board of Governors. The students are his first concern. Mr. Grindlay announced the appointment of Ms. Brogna as Chair of the Personnel and Programs Subcommittee and the appointment of Mr. Byrne as Chair of the

Finance and Facilities Subcommittee. He stated that he would communicate with other Board members regarding committee appointments. Mr. Grindlay said that his aim is to wait until new members are appointed to the Board of Governors, at which point a decision will be made on a new President or an acting President. Mr. Grindlay plans on resuming a regular schedule of Board meetings in January, 2011, perhaps holding a regular meeting every other month.

Mr. Byrne nominated Ms. Brogna to serve as Vice Chair of the Board of Governors. The nomination was seconded by Mr. Feenan. There were no other nominations for the office of Vice Chair.

The following members of the Board of Governors voted for Ms. Brogna to serve as the Vice Chair of the Board of Governors: Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes against Ms. Brogna. Ms. Brogna abstained. Ms. Brogna was elected Vice Chair of the Quincy College Board of Governors.

Mr. Feenan nominated Mr. Byrne to serve as Second Vice Chair of the Board of Governors. The nomination was seconded by Ms. Brogna. There were no other nominations for the Office of Second Vice Chair.

The following members of the Board of Governors voted for Mr. Byrne to serve as Second Vice Chair of the Board of Governors: Ms. Brogna; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes against Mr. Byrne. Mr. Byrne abstained. Mr. Byrne was elected Second Vice Chair of the Quincy College Board of Governors.

Next addressed were the affidavits regarding residency of Board members. Mr. Grindlay explained the necessity of each member completing this affidavit. President Harris explained that the City Solicitor has urged compliance with these affidavits so that the Appointing Council may properly perform its function.

Regarding committee appointments, Mr. Grindlay reiterated that these would be announced at the next meeting of the Board of Governors.

Mr. Byrne presented the report on the Quincy College Trust. He reported no activity and virtually no change in cash balances since the last report.

President Harris then presented her report.

She reported on safety in the science labs (please see copy of a letter from Dr. Laura Corina, Dean of Science Programs, attached). President Harris further reported that the Quincy City Council has approved the Request for Proposals for a five (5) year lease for the Plymouth Campus, and the lease currently is at the City of Quincy Purchasing Department. President Harris further reported that the New England Association of Schools and Colleges (NEASC) has requested a report on: the Board of Governors reconstituting itself; selection of a President; separation from the City of Quincy. This report is due in October 2010 and can be supplemented in November 2010. Ms. Brogna asked that the members of the Board receive a copy of NEASC's letter before any written response is made to NEASC. President Harris agreed.

President Harris further reported that a five (5) year report to NEASC is due in the summer of 2011, which report is to address all eleven (11) standards, with particular attention to retention and assessment. President Harris has appointed Dr. Magee to coordinate the report. Committees have been formed to address each standard

Vice President Kapoor presented an enrollment report (please see copy, attached).

Ms. Brogna cited the negative variance in the Associate Degree in Nursing Program in both Quincy and Plymouth. President Harris confirmed that there is a twenty six (26) student decline, representing students not passing from the first to second years. Ms. Brogna then asked about the enrollment numbers in History/Government, Math, and Science. Vice President Kapoor clarified that those numbers

are for Quincy, not Plymouth. He also pointed out that there are courses in the second and third 5-week sessions still to enroll. Ms. Brogna asked if the current fiscal year was budgeted correctly, particularly whether resources have been allocated to the right places. She stated that she looked forward to seeing more complete figures at a future meeting.

Mr. Feenan asked why, with all of Quincy College's improvements, enrollment does not match that of 2002. Vice President Kapoor replied that 2002 was an aberration and that enrollment has increased over each of the last five (5) years.

President Harris presented the Student satisfaction Survey (please see copy, attached).

President Harris then presented the Graduation Survey (please see copy, attached).

Ms. Puhala presented the CCSSE Report (please see copy, attached).

Mr. Grindlay asked President Harris to introduce to the Board any newer staff members present. President Harris reintroduced Ms. Puhala, but President Harris recommended waiting until a full Board is assembled to do formal introductions of new faculty and staff.

President Harris reported on the function of the Institutional Research Board.

President Harris presented to the Board the recommended informational packet for new Board members (please see copy, attached). She reported that this packet of materials was assembled on the recommendation of Ms. Brogna. Mr. Grindlay asked that all new members of the Board of Governors be provided with all available data on the Presidential search, including relevant minutes. New members also should be provided with a copy of the budget.

Mr. Byrne asked that the complete citation be included in the table of contents for the two (2) chapters of the Massachusetts Acts referenced in the packet's table of contents.

Mr. Feenan asked if there was any way to post approved minutes of the Board of Governors' meetings on the College's web site. Mr. Pham responded that this could be done. He is to report on this, and the progress made on it, at the next meeting of the Board of Governors.

Next addressed was the Open Meeting Law. Mr. Grindlay read aloud the preface as it appeared on the agenda (please see copy, attached). Attorney McNulty explained the requirement of posting the agenda in specificity, and the rationale for the preface. She continued that if a matter was not reasonably anticipated by the Chair, or if an issue came up between the time of the posting of the meeting notice and the meeting, an addition to the agenda could be made. The point is to inform the public of what will be discussed at a meeting.

Regarding an allegation of a violation of the Open Meeting Law, Mr. Grindlay indicated that the College's response is due on September 30, 2010.

Mr. Grindlay further stated that there was no intent to violate a law that changed effective July 1, 2010, and the issue will be addressed by providing education on the Open Meeting Law to current and new Board members.

Mr. Viejo-Rodriguez objected to the implication that there was a violation of the Open Meeting Law.

Attorney McNulty addressed several things, including: if there is a question of whether a meeting took place on August 2, 2010, was there a quorum, and were there deliberations; did a quorum of the Board of Governors participate in the formulation of the memo of August 9, 2010. Attorney McNulty pointed out that serial communication among a quorum constitutes a violation of the law.

President Harris stated that at the end of the “non-meeting” of August 2, 2010, there was no violation as only four (4) members of the Board were present.

Upon consultation with counsel, the Board concurred that: the Board does not agree that any violation of the Open Meeting Law occurred but, that notwithstanding, the Board will ensure that current and new Board members will receive training in the Open Meeting Law.

Regarding the memo of August 9, 2010, Mr. Feenan stated that it is clear that since six (6) members spoke about the contents and put their names to the memo, that constituted both a quorum and deliberation, and therefore was a violation of the Open Meeting Law.

Mr. Grindlay stated that the College’s attorneys would be offering information on the Open Meeting Law at a later date.

Mr. Byrne asked Attorney McNulty about the nature of the liabilities for a violation of the Open Meeting Law. Attorney McNulty replied that the Attorney General of the Commonwealth can, for an intentional violation, assess a fine of not more than \$1,000.00 against the “offending public body”.

Motion by Ms. Brogna that, regarding the alleged violation of the Open Meeting Law, and after discussion, in order to assist the College’s attorneys in drafting a response to the allegation, that the current members of the Board of Governors agree that there was no intentional violation of the Open Meeting Law, after discussion of and education on the Open Meeting Law, there is greater understanding of that law, but that additional training on the Open Meeting Law will take place in the future. The motion was seconded by Mr. Feenan. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Next addressed was the Presidential search. Mr. Grindlay stated that once new Board members are sworn in, at a Board meeting in November there will be a discussion on the search. President Harris asked that it be made clear that she can leave by December 31, 2010. Mr. Grindlay responded that if in November the search is reopened, there may be a need to appoint an acting President.

Mr. Byrne lauded President Harris for her service and cited two (2) goals: a transition to a new President; a transition for President Harris into retirement. Mr. Byrne continued that it is selfish for the Board to expect President Harris to carry on until a new President is selected. It is unknown when a new President will be selected. If an interim President were to be appointed now, the transition to President Harris’ retirement can begin. Mr. Grindlay replied that President Harris has given a timeline and this is a decision to be made by the full Board. President Harris stated that she will submit papers to the Retirement Board setting a retirement date of December 31, 2010. Mr. Grindlay reiterated that in November, if a new President is not selected, an acting President will be appointed. Mr. Feenan asked President Harris if it would be helpful to have an interim President appointed to learn from her to December 31, 2010.

Next addressed was the proposed contract between Quincy College and Murphy, Lamere, and Murphy (please see copy, attached). President Harris requested approval of the proposed contract and stated that this contract includes the same charges as the prior contract and, except for dates, is identical to the prior contract.

Motion by Ms. Brogna that the Board of Governors approve the contract with Murphy, Lamere, and Murphy for legal services for FY 2011. The motion was seconded by Mr. Viejo-Rodriguez. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Next addressed were the reports of committees.

Mr. Byrne, Subcommittee Chair, presented the report of the Finance and Facilities Subcommittee. Mr. Byrne reported that expenses for the Presidential search were ahead of budget, both in legal fees and facilitator expenses.

Motion by Mr. Byrne that the Board of Governors approve the transfer of \$32,813.00 from the "Legal Expenses" line to the "Presidential Search" line. The motion was seconded by Mr. Gratz. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Next addressed were proposed raises for non-unit personnel (please see copy, attached). Mr. Byrne and President Harris explained the rationale for the proposed raises.

Motion by Mr. Byrne that the Board of Governors approve the transfer of \$50,597.00 from "Reserve for Appropriation" to the "Payroll" line for the purpose of funding non-unit staff raises as described. The motion was seconded by Mr. Gratz. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Regarding proposed raises for the Deans (please see copy, attached), Mr. Byrne stated that this matter will not be reported out of Committee at this meeting but will be held for further study of data at the next meeting of the Finance and Facilities Subcommittee.

Mr. Pham then presented the rationale for a proposed budget transfer to fund the Jenzabar maintenance contract (please see copy, attached).

Motion by Mr. Byrne that the Board of Governors approve the transfer of \$57,000.00 from "Reserve for Appropriation" (# 70890098-570612) to the "Equipment Service" line (# 70580829-520408) for the purpose of funding the Jenzabar maintenance contract. The motion was seconded by Ms. Brogna. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Byrne next addressed the matter of whether it was advisable for members of the Board of Governors to sign warrants. A discussion among Board members ensued.

Motion by Mr. Byrne that, effective October 1, 2010, one (1) Governor is to sign Accounts Payable warrants. The motion was seconded by Mr. Viejo-Rodriguez. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Byrne then presented an update, and led a discussion, on space needs and how they might be addressed.

Ms. Brogna, Subcommittee Chair, presented the report of the Personnel and Programs Subcommittee. She and President Harris reviewed for the members of the Board of Governors a Personnel Status Report (please see copy, attached). Mr. Grindlay asked President Harris how she planned on securing a Dean of Allied Health. President Harris replied that salary and job security are issues so the filling of this position is something that should be addressed after a new President is installed.

Next addressed was the status of Dr. Magee. Mr. Feenan stated that he does not want anyone going to the New England Association of Schools and Colleges (NEASC) without the permission of the Board of Governors. He also expressed a preference that a member of the faculty (QEA) be put in charge of writing the five year report to NEASC. President Harris replied that the writing of the report is too

burdensome a job for a faculty member, and that the report is a process under the supervision on the President. The Board members then expressed their wish that the President Harris take under advisement the possibility of a faculty member writing the 5 year report to NEASC.

Mr. Grindlay announced that the next scheduled meeting of the Board of Governors is on November 17, 2010, at 6:30 PM.

At 8:40 PM, motion by Ms. Brogna that the Board of Governors enter into Executive Session pursuant to Massachusetts General Laws, Chapter 30A, Section 21(a)(3) to discuss threatened litigation because a discussion of such in an open meeting may have a detrimental effect on the litigation position of the College and not to reconvene in Open Session except for purposes of adjournment. The motion was seconded by Mr. Byrne. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Brogna; Mr. Byrne; Mr. Feenan; Mr. Gratz; Mr. Grindlay; Mr. Viejo-Rodriguez. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.