

**QUINCY COLLEGE
BOARD OF GOVERNORS
SPECIAL MEETING
JANUARY 18, 2022**

Meeting Minutes

The meeting of the Quincy College Board of Governors was held in the Anselmo Library at Quincy College, by Zoom and streamed on the Web as allowed by the State of MA Emergency Open Meeting law due to the COVID 19 crisis at 5:00 pm. The member roll was called. The following members of the Board of Governors were present at the call of the member roll: Mr. Paul Barbadoro, Chairman of the Board of Governors, Mr. Christopher Carroll, Ms. Barbara Clarke, Dr. Thomas Fitzgerald, Mr. Robert Harnais, and Mr. Frank Santoro. There was not a quorum, so the meeting was held for a few minutes. At 5:10pm, Ms. Katherine Craven joined the meeting. The member roll was re-called, and a quorum was present. Absent at the call of the roll were Ms. Bevivino-Lawton, Ms. Dolly Di Pesa, Mr. Gregory Hanley, Father James Hawker, Ms. Carolyn O'Toole, and Mr. Joseph Shea.

Also present were President Richard DeCristofaro; Christopher Bell, VP of Operations; Jessica Cherry, Chief of Staff and General Counsel; Martin Ahern, VP of Finance; Thomas Pham, VP of IT, Registrar and Mission Support; Kate Lopci, Associate Vice President; Meghan Cassidy, Associate Vice President; and Meaghan Sheehan, Clerk to the Board of Governors.

The pledge of allegiance and a moment of silence were completed at the direction of Chairman Barbadoro.

Chairman Barbadoro requested if anyone would like to speak to the board as part of the agenda open forum item, there were no requests.

Chairman Barbadoro moved on to the next agenda item: Approval of the Minutes of the December 16, 2021 meeting. He asked if there were any questions on the minutes. There were none. He asked for a motion to approve the meeting minutes from the December 16, 2021 meeting. Dr. Fitzgerald made a motion, seconded by Mr. Carroll. The following members of the Board of Governors voted in the affirmative: Chairman Paul Barbadoro, Mr. Christopher Carroll, Ms. Katherine Craven, Dr. Thomas Fitzgerald, Mr. Robert Harnais and Mr. Frank Santoro. Six members voting in the affirmative and the motion was adopted. Ms. Barbara Clarke voted present.

Chairman Barbadoro gave his report. He stated that we are here tonight for a special meeting regarding the proposed partnership with JVS. This is a worthwhile endeavor we are looking at. He added he appreciates everyone coming to these special meetings as there are time constraints to get things done. He ended by saying Mr. Shea was unable to make the meeting this evening but he wanted on the record he is in favor of the proposal. Chairman Barbadoro turned the meeting over to President DeCristofaro to discuss the Jewish Vocational Service Partnership.

President DeCristofaro thanked the board for their time, as well as Ms. Cherry, Mr. Ahern, Mr. Pham and Ms. Lopci for all of the work they do, even on a holiday. He stated he appreciates their dedication very much.

He continued that the partnership with JVS fits right within our mission, vision and values and gave examples to include: open access, lifelong learning, economic opportunity, affordability, inspire students to realize their educational goals.

The College is currently working on Baccalaureate Degree programs and establishing connections with community colleges. Also strengthening K-12 partnerships such as Dual Enrollment, Career Pathway, Early College High School and EL Programs to create pathways and pipelines to Quincy College.

It is our Vision for the college in the coming years to be a regional center for workforce development and training. With the addition of the K-12 Professional Development online training program, the college is extending its online capabilities. The college can really benefit from the Boston location with surrounding hospitals and the needs of the healthcare market. The partnership is still a work in progress. The model that the college is suggesting is JVS will recruit students, Quincy College educates them, and JVS places them in jobs and careers. 80% of the students that graduate from the BioTech program now go right into the workforce. President DeCristofaro stated the plan in this partnership is exactly what we would do in other fields. The college is proud of the current partnership with JVS and we want to make sure we build on that.

President DeCristofaro reviewed the pathways which would be offered in Boston, some of which we offer already. It could be an opportunity for faculty who choose to, to work in Boston. President DeCristofaro asked Gayle Carvalho, President of the Quincy Education Association to be on the zoom tonight to hear more as we go incrementally into the partnership. President DeCristofaro reviewed the proposed floorplan and asked Mr. Ahern to review the budget.

Mr. Ahern brought up a draft budget of year 1. He informed the board that the capital side of this project (build out of the rooms, building and equipment) would be covered by a grant, so there would be no capital expense to Quincy College and no reserves being used. He reviewed what we can expect in year one, stating that these are conservative estimates based on what JVS is confident they can fill for us in year one. He added the Utilities will be a 60/40 (QC/JVS) split based on the square footage that QC would occupy. The projected operating surplus for year one looks somewhere in the region of \$500k. Mr. Ahern stated again these are conservative estimates. He asked if there were any questions.

Chairman Barbadoro repeated what Mr. Ahern said, these are not hard numbers, some of these are a guesstimate, especially the non-operating expenses. Additionally, the revenues are assuming full cohorts.

Chairman Barbadoro asked if this was different than the last meeting. Mr. Ahern answered it was slightly different, as the Sterile Processing program was added.

Chairman Barbadoro asked what budget this would fall in? Mr. Ahern answered FY23.

Ms. Clarke asked about course development. There are four courses we already offer, what about the others?

President DeCristofaro answered we currently offer a Substance Abuse Certificate, Medical Billing & Coding, Healthcare Foundation and Phlebotomy Certificates.

Ms. Lopci added the other courses will be developed with JVS with the exception of the CNA Program which we have already received approval to start in February.

There was further discussion on the course development and when classes would start, which is scheduled for September 2022.

Mr. Santoro commented he keeps thinking of ways we could possibly lose on this and he can't think of anything. There are no negatives with this proposal.

Mr. Carroll stated he was on a zoom for the committee meeting last week and most of these costs are variable. It is a growth situation giving us the opportunity to go in to other markets (north/west/east of the city), which is a positive.

Ms. Clarke asked if the CNA course was the one we used to offer? Ms. Lopci answered we ran the Home Health Aide Program, which is the same curriculum but CNA students are required to take an exam. HHA are not required to take any exams.

Ms. Craven stated, as Governor Carroll mentioned, we went through a presentation during the committee meeting last week. She added Mr. Hanley is not on this evening but he did voice his support of the proposal last week. She went on to say this is a good project as long as we go year to year, and there is not a drain on staffing. It is a great way to build on QC for the next generation.

Dr. Fitzgerald added he backs the proposal. He stated this is an excellent program and there is a need. The need is not just today but down the line. Hospitals are at a severe loss for people with these qualifications. These are all sustainable programs. Because of the need, it will align us better with Boston hospitals being right in their back yard and be able to supply them with students. Lastly, we aren't going to be financially stressed that it is going to impair us from our own basic needs here. This is a win/win situation. He stated he read the proposed MOA and there are so many things they are responsible for. This will not hurt us, only build our reputation.

Mr. Harnais stated in reading the agreement, right now we are not fully committed. He added he likes the fact it is year to year right now, but reviewing it, he doesn't see a downside. It is a great opportunity for the college. He asked if the Board was in agreement, what would the next step be?

Mr. Barbadoro answered he is fully supportive of this initiative, to the extent that it doesn't take away our resources and or make our 4-year curriculum viable, he is in favor of it. He continued, to the extent that we are going to negotiate a contract. Currently there is no downside, but it all depends on what it says in the final contract and Ms. Cherry and outside council will help on that. He added it is very important it is year to year so that if we see we have made a mistake we could rectify it. He asked if extending to Boston would have any affect with NECHE, and if they are going to be aware of this and what their comments are going to be. He concluded by saying we need to be aware these are some of the issues we are looking at in the future.

Mr. Harnais asked if JVS would be bringing in their own students or if it would all be Quincy College. President DeCristofaro answered that at this time it would be a combination of both.

There was further discussion on percentages and number of Quincy residents who would go through the program. President DeCristofaro said we would look in to students here on the Quincy campus who may want to be educated in Boston. This is something which will play out and we can report back to the board. He added that the Boston Campus should not be looked at as a competition with Quincy or Plymouth. JVS deals with greater Boston residents. Quincy residents can certainly be a part of it, and some programs will also be offered online. We will make sure to be as inclusive as possible and always be aware although this is another campus/site, it will benefit everybody.

President DeCristofaro introduced Ms. Cherry to talk about the Memorandum of Agreement and Letter of Intent. She stated that the MOA is more conceptual and gives the basics of the partnership and what we are looking to do together. The LOI is a pre-cursor to the Usage Agreement, which will be the nuts and bolts. She highlighted both are non-binding. At this time, they are putting on paper what discussions have been. She asked if anyone had questions on either document, or what the next steps would be. There were no questions.

Ms. Cherry stated we are looking for the board to support the President to go forward in signing these documents, which will trigger the negotiation process. The usage agreement would be the binding document, which we will be working with Murphy, Hesse, Toomey and Lehane, LLP on. The final document would be reviewed by the board and outside counsel.

There was discussion on a few items being added to the contract which Ms. Cherry took note of.

Chairman Barbadoro made a motion, seconded by Governor Carroll; That the Board of Governors in the form of a Resolve; support the execution of the non-binding Memorandum of Agreement and the non-binding Letter of Intent as an outline to negotiate a formal partnership with JVS. The Board reserves the right to review and approve any final agreement between the College and JVS.

The following members of the Board of Governors voted in the affirmative: Chairman Paul Barbadoro, Mr. Christopher Carroll, Ms. Barbara Clarke, Ms. Katherine Craven, Dr. Thomas Fitzgerald, Mr. Robert Harnais and Mr. Frank Santoro. Seven members voting in favor and the motion was adopted.

Ms. Clarke asked, does our motion approve President DeCristofaro to sign the documents as is? Chairman Barbadoro answered yes, with the one change we discussed.

President DeCristofaro stated the goal is to come together on February 17th to vote on this.

Chairman Barbadoro added we have a committee now. He would like to see drafts sent to the committee. He asked whenever we receive a first draft to please share. The committee will get together and would like to see final draft and vote to recommend. Hopefully by February 17th. With Ms. Craven's leadership, we need her on these drafts because of her experience with these types of agreements.

President DeCristofaro thanked Chairman Barbadoro.

Ms. Clarke asked if committee meetings were open to public? And if they are considered executive session because a contract is being reviewed?

Chairman Barbadoro answered they are open to the public but he didn't think they would have to be in executive session. He stated he would double check. He added the full board is welcome at all committee meetings.

Old Business

None

New Business

None

Chairman Barbadoro entertained a motion to adjourn. Ms. Clarke made a motion and the meeting was adjourned at 6:00pm.