

**QUINCY COLLEGE
BOARD OF GOVERNORS
SPECIAL MEETING
MARCH 3, 2022**

Meeting Minutes

The meeting of the Quincy College Board of Governors was held in the Hart Boardroom 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 10:00 am. 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, Ms. Katherine Craven, Ms. Dolly Di Pesa, Dr. Thomas Fitzgerald, Mr. Gregory Hanley, Mr. Robert Harnais, and Mr. Frank Santoro. Absent at the call of the roll were Ms. Bevivino-Lawton, Father James Hawker, Ms. Carolyn O'Toole, and Mr. Joseph Shea. A quorum was present.

Also present were President Richard DeCristofaro; Jessica Cherry, Chief of Staff and General Counsel; Martin Ahern, VP of Finance; Thomas Pham, VP of IT, Registrar and Mission Support; Dr. Servet Yatin, Provost; Kate Lopci, Associate Vice President; Meghan Cassidy, Associate Vice President; Meaghan Sheehan, Clerk to the Board of Governors, and Peter McNulty, Esquire, Murphy, Hesse, Toomey & Lehane

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

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

Chairman Barbadoro gave his report. He stated this Special Meeting was called last week to continue discussions about the partnership with JVS. He added the committee met this morning regarding the contract, license agreement and MOA in which the committee chaired by Ms. Katherine Craven voted to recommend to the board approval to move forward with signing the documents, which will be discussed in more detail shortly.

Chairman Barbadoro introduced President DeCristofaro for his report. President DeCristofaro thanked everyone on the board for their work with this project. He specifically thanked Dr. Yatin and Ms. Lopci and highlighted especially the work of Ms. Cherry, who has done an incredible amount of work and communication with JVS and outside counsel. He thanked her for her patience and outstanding work in ironing out the details of these documents. He continued this agreement is really about collaboration. He stated he has spoken with the union about this collaboration and the effect on the college and staff. Looking at JVS and the solid partnership we have had with the outstanding biotech program, he looks forward to working with the board as we continue to plan for this expanding partnership. Arlington Street is not a campus, it is a facility that we are renting. It is not competitive with Quincy or Plymouth. Healthcare programs are the priority for this site that sits in the middle of so many Boston hospitals. Looking down the road we will go to NECHE and share for their approval in April. We will continue to work with the board and make sure to keep you involved in the plans, sticking to our mission that we offer

opportunities to our students. He thanked Chairman Barbadoro and everyone for their hard work on this initiative.

Chairman Barbadoro again, for his committee report mentioned that the JVS Partnership Committee recommended approval of the full board to move forward with the JVS agreements.

Chairman Barbadoro entertained a motion to enter in to Executive Session to discuss further. Mr. Hanley made a motion *to into an Executive Session pursuant to Massachusetts General Laws, Chapter 30A, Section 21 (a), (6) to consider the purchase, exchange, lease or value of real property, as discussion of same in an open and public session may have a detrimental effect on the bargaining position of the College – JVS Contract Review - and to reconvene in open session*, seconded by Ms. Clarke. The following members of the Board of Governors voted in the affirmative: Mr. Paul Barbadoro, Chairman of the Board of Governors, Mr. Christopher Carroll, Ms. Barbara Clarke, Ms. Katherine Craven, Ms. Dolly Di Pesa, Dr. Thomas Fitzgerald, Mr. Gregory Hanley, Mr. Robert Harnais, and Mr. Frank Santoro. Nine members voting in the affirmative and the motion was adopted.

An Executive Session was held to discuss and review the final license agreement and MOA, and changes that had been made since the boards last meeting.

Chairman Barbadoro entertained a motion to enter back in to regular session. Mr. Hanley made a motion, seconded by Ms. Craven. The following members of the Board of Governors voted in the affirmative: Mr. Paul Barbadoro, Chairman of the Board of Governors, Mr. Christopher Carroll, Ms. Barbara Clarke, Ms. Katherine Craven, Ms. Dolly Di Pesa, Dr. Thomas Fitzgerald, Mr. Gregory Hanley, Mr. Robert Harnais, and Mr. Frank Santoro. Nine members voting in the affirmative and the motion was adopted.

Chairman Barbadoro entertained a motion to adopt the recommendation of the committee and move forward with the partnership with JVS by authorizing President DeCristofaro to sign the License Agreement and MOA. Mr. Hanley made the motion, seconded by Mr. Carroll. The following members of the Board of Governors voted in the affirmative: Mr. Paul Barbadoro, Chairman of the Board of Governors, Mr. Christopher Carroll, Ms. Barbara Clarke, Ms. Katherine Craven, Ms. Dolly Di Pesa, Dr. Thomas Fitzgerald, Mr. Gregory Hanley, Mr. Robert Harnais, and Mr. Frank Santoro. Nine members voting in the affirmative and the motion was adopted.

Ms. Craven thanked everyone for their time with these discussions.

Chairman Barbadoro thanked Ms. Cherry and Peter McNulty of Murphy, Hesse, Toomey & Lehane for getting us where we needed to be. He introduced President DeCristofaro for an overview of next steps.

President DeCristofaro thanked the board for their much-appreciated support. This is a great initiative, and the timing is just right for the college. The partnership and collaboration goes way back. It started with the biotech program with the model that JVS recruits the students, we educate the students and then JVS places the students in to employment. That is the model moving into Arlington Street and a healthcare institute that will focus on biotech and healthcare. Another plus is the partnerships that JVS has with so many hospitals within the Arlington Street area. There are grants involved, including a grant/contract for \$282k for the next three years, within this document that will give us immediate revenue that we can bank on. As we get in to

the April 7th meeting, we will detail further the programs that we plan to offer. We feel strongly that the revenue the first year will be \$300-400k. This partnership feeds right into the college's mission and is an outstanding opportunity for the college. Enrollment could be 300-350 students. We can look at these students and see what other pathways we can provide them. Looking forward to the model of JVS recruiting, Quincy College educating, and JVS finding employment for these students. This is an excellent partnership, and we will continue to work with the board to update you on the progress and challenges going forward. He again voiced his appreciation to the board for the support on this.

Chairman Barbadoro recapped what the board has done with this project. There have been four committee meetings on this topic, and it has been the subject of five special or regular board meetings. The committee did a lot of work on this and kept the full board up to date. Because most discussions were in executive session, in open session, Chairman Barbadoro stated that Ms. Cherry and Mr. McNulty worked around the clock on this with time differences working nights and weekends. There was a lot of initial concerns with drafts of both documents, but they both worked hard on a lot of concessions. This looks like it could be a very profitable and worthwhile partnership. The max right now is three years. The important thing to the board was the projected income profit if there are issues with enrolling students, in the MOA, there is a provision, which is most important that was negotiated at the bottom of page two *"In the event that JVS is unable to provide at least the number of contemplated students in any year of the partnership, Quincy College shall have the right to terminate this MOA and License Agreement with no recourse to Quincy College."* He pointed out that the number of students is spelled out on page one. With this addition to the MOA, this partnership can be nothing but successful or neutral, which is why he supports it. He thanked President DeCristofaro for coming up with the initial partnership with JVS and thanked the board for all of its hard work. This is a great opportunity for the college.

Mr. Hanley, as finance chair commented at first he didn't agree with this partnership but he now does. Hats off to the team that addressed every concern that the board had, some of which are defined in the MOA. The success of the Biotech program has been limited by funds and resources on the Quincy campus but JVS is an established provider that can help grow this program. The grant writing opportunities are boundless, and we are only going to be limited by our own success. In Quincy, the maturation of this program and ability to expand our offerings is important for these new facilities in Quincy Center. The revenue stream that comes from scientific programs and the fact that we are going to be established with these new programs in the future will be the economic engine that keeps us stable. This partnership is thanks to hard work and forward thinking. He looks forward to seeing the footprint of the college increase.

Old Business

None

New Business

None

Chairman Barbadoro made a motion to adjourn and the meeting was adjourned at 10:39am.