

**QUINCY COLLEGE
BOARD OF GOVERNORS**

SPECIAL MEETING OF MARCH 05, 2018

Minutes

A Special Meeting of the Quincy College Board of Governors, held in the Hart Board Room, Room 706, 7th Floor, Presidents Place, 1250 Hancock Street, Quincy, Massachusetts, was called to order at 6:01 PM. The member roll was called. The following members of the Board of Governors were present at the call of the member roll: Mr. Thomas Feenan, Chairman of the Board of Governors; Mr. Christopher Bell, First Vice Chair of the Board of Governors; Ms. Barbara Clarke, Second Vice Chair of the Board of Governors; Mr. Paul Barbadoro; Ms. Eileen Bevivino-Lawton; Dr. Thomas Fitzgerald; Father James Hawker; Ms. Carolyn O'Toole; and Mr. Joseph Shea. Absent at the call of the member roll was: Mr. Gregory Hanley. A quorum was present.

Also present were: Peter H. Tsaffaras, J.D., President and Secretary of the Board of Governors; Dr. Mary Burke, Senior Vice President for Academic Affairs; Mr. Joseph Arangio, Senior Vice President for Administration and Finance; Mr. Tom Pham, Vice President for Information Technology and Mission Support; Ms. Kim Howard, Vice President for Human Resources; Mr. Stephen Kearney, Assistant to the President; Mr. Martin Ahern, Director of Finance; Mr. William Hall, Director of Administrative Services and Facilities; as well as other members of the College community and the public.

The Chair introduced President Peter H. Tsaffaras who reported on the College's plans and preparations for the BORN (Massachusetts Board of Registration in Nursing) meeting scheduled for March 14, 2018, at which time the findings from the BORN verification visit will be presented to the BORN Board members. Prior to the meeting of March 14, the College will continue to refine our Presentation for the meeting. The College's legal counsel is currently in the process of drafting an appeal and request for hearing. We believe that under the CMR (Code of Massachusetts Regulations), we are entitled to a hearing which we are prepared to request that day. The President reported that he feels confident that the College has addressed all of the issues raised by BORN in their letter of June 14, 2017. We also feel confident that we have fully addressed the issues raised by BORN during the verification visit 2/5/18 - 2/8/18. We believe that BORN's own regulations may prohibit them from removing our authority to offer nursing education. In the meantime, Dr. Mary Burke and Mr. Arangio are working with Kirby/Bates, our Search Consultant, which is actively at work seeking to locate a Nursing Dean. Senior Vice President Burke is working with Dean Koehler and several members of the faculty to complete a new admission policy which will be presented to the Board of Governors, and, after approval, be the subject of a substantive change request to BORN. We are beginning to prepare for the ACEN (Accreditation Commission for Education in Nursing) visit which is scheduled for 04/03/18 and 04/04/18.

Faculty are continuing to work on the new curriculum and other issues including the Systematic Evaluation Plan (SEP).

The Chairman then introduced Dr. Mary E. Burke, Senior Vice President for Academic Affairs who reported on accreditation and regulatory issues. Senior Vice President Burke reported the upcoming ACEN visit scheduled for 04/03/18 and 04/04/18. The ACEN visit will focus only on the PN program, not the ADN program. The PN program has Full Accreditation; the PN program received a site visit in 2012 for which the College submitted a self-study report and received full accreditation for the maximum eight (8) year period. The Nursing Deans have submitted yearly Substantive Change Reports to address the declining NCLEX scores/pass rates. Ms. O'Toole requested copies of the Substantive Change Reports filed over the years to address the declining NCLEX scores/pass rates.

The President then updated the members on the establishment of the Appointing Council. The President reported that the Appointing Council is made up of two (2) members appointed by the Mayor of the City of Quincy, two (2) members appointed by the Quincy City Council, two (2) members appointed by the Quincy School Committee, three (3) members appointed by the Board of Governors, one (1) alumnus appointed by the Board of Governors, and one (1) student appointed by the Board of Governors. There was discussion among the members and questions by the members. The President addressed the questions raised by the members.

Next, Mr. Barbadoro reported on a meeting of the By Laws Committee on Tuesday, February 20, 2018 in the City View Conference Room. Mr. Barbadoro reported that he believes it is a conflict of interest for the Board of Governors to vote to extend Tuition Remission benefits to themselves. Mr. Barbadoro stated further that even if it was not an ethical violation, it does not "look right." The members of the By Laws Committee agreed with Mr. Barbadoro and voted to recommend that the Board of Governors rescind their earlier vote which extended Tuition Remission benefits to the members of the Board.

Motion by Mr. Shea that the Board of Governors rescind their earlier vote (Motion No. BOG 36-17) which extended Tuition Remission benefits to the members of the Board with no change to the Tuition Remission Policy as it relates to employees, and further that the motion have immediate effect, but that it not adversely affect any students currently enrolled in the spring semester of this academic year. Motion seconded by Dr. Fitzgerald. There was discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Barbadoro; Mr. Bell; Ms. Bevivino-Lawton; Ms. Clarke; Mr. Feenan; Dr. Fitzgerald; Father Hawker; Ms. O'Toole; and Mr. Shea. There were no votes in opposition to the motion and no abstentions. The motion was adopted.

Next, Ms. O'Toole, Chair of the Personnel & Programs Committee, was introduced and deferred to Mr. Barbadoro who reported on the appointment of legal counsel to the Board of Governors. Mr. Barbadoro presented the members with an Operating Protocol for Engaging Attorney Services. Mr. Barbadoro reported that the Personnel & Programs Committee voted to recommend that the Board of Governors engage legal counsel to represent the Board of Governors.

Motion by Mr. Bell that the Board of Governors engage legal counsel to represent the Board of Governors; that the members approve the Operating Protocol for Engaging Attorney Services; and that the Chairman of the Board be authorized to enter into an agreement with attorneys for the provision of legal services to the Board of Governors. The motion was seconded by Ms. Bevivino-Lawton. There was discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Mr. Barbadoro; Mr. Bell; Ms. Bevivino-Lawton; Ms. Clarke; Mr. Feenan; Dr. Fitzgerald; Father Hawker; Ms. O'Toole; and Mr. Shea. There were no votes in opposition to the motion and no abstentions. The motion was adopted.

New Business

The President introduced Ms. Kim Howard, the new Vice President for Human Resources. The President also introduced Mr. Frank Byrne who will be starting in March as the new Senior Vice President for Administration and Finance.

Mr. Bell reported that the Association of Governing Board (AGB) continuing education information is being referred to the Personnel & Programs Committee for review.

Executive Session

Motion by Mr. Shea that the Board of Governors enter into an executive session pursuant to Massachusetts General Laws, Chapter 30A, Section 21 (a) (2) to conduct strategy sessions in preparation for negotiations with non-union personnel because, as declared by the Chairman, discussion of same in an open and public session may have a detrimental effect on the bargaining position of the College; and pursuant to Massachusetts General Laws Chapter 30A, Section 21 (a) (3) to discuss strategy with respect to collective bargaining or litigation because, as declared by the Chairman, discussion of same in an open and public session may have a detrimental effect on the bargaining position of the College; and pursuant Massachusetts General Laws, Chapter 30A, section 21(a)(6) to consider the purchase, exchange, lease or value of real property because, as declared by the Chairman, discussion in open session may have a detrimental effect on the negotiating position of the College, and to reconvene in Open Session for the purpose of adjournment. The motion was seconded by Ms. Bevivino-Lawton. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion to enter into executive session: Mr. Barbadoro; Mr. Bell; Ms. Bevivino-Lawton; Ms. Clarke; Mr. Feenan; Dr. Fitzgerald; Father Hawker; Ms. O'Toole; and Mr. Shea. There were no votes in opposition to the motion and no abstentions. The motion was adopted and at 7:07 PM the members entered into executive session. At the request of the Chair, President Tsaffaras, Dr. Mary Burke, Mr. Arangio, Mr. Kearney, Ms. Howard, and Mr. Pham participated in the executive session.

Motion by Ms. Bevivino-Lawton that the Board of Governors close the executive session and return to open session for the purpose of adjournment. The motion was seconded by Mr. Bell. There was no discussion on the motion. The following Governors voted in favor of the motion to return to open session: Mr. Barbadoro; Mr. Bell; Ms. Bevivino-Lawton; Ms. Clarke; Mr. Feenan; Dr. Fitzgerald; Father Hawker; Ms. O'Toole; and Mr.

Shea. There were no votes in opposition to the motion and no abstentions. The motion was adopted and at 8:35 PM the Governors returned to open session.

At 8:37 PM, motion by Dr. Fitzgerald to adjourn the meeting of the Board of Governors. Motion seconded by Ms. Clarke. There was no discussion on the motion. The following Governors voted in favor of the motion: Mr. Barbadoro; Mr. Bell; Ms. Bevivino-Lawton; Ms. Clarke; Mr. Feenan; Dr. Fitzgerald; Father Hawker; Ms. O'Toole; and Mr. Shea. There were no votes in opposition to the motion and no abstentions. The motion was adopted and at 8:37 PM the meeting was adjourned.