

**QUINCY COLLEGE
By Laws-Committee**

MEETING OF APRIL 9, 2020

Minutes

The meeting of the Quincy College By-Laws Committee meeting was held at 5:30 p.m. remotely by Zoom video call, teleconference call and streamed on the Web as allowed by the State of MA Emergency Open Meeting law due to the COVID 19 crisis. The member roll was called. The following members of the By-Laws committee were present at the call of the member roll: Mr. Christopher Carroll, Chairman of the Committee; Mr. Paul Barbadoro; Mr. Joseph Shea; Ms. Barbara Clarke. Absent at the call of the roll was Ms. Carolyn O'Toole. A quorum was present.

Also on the call were Christopher Bell VP of Operations and Chief of Staff, and Clerk to the Board of Governors, and Thomas Pham, VP of IT and Mission Support.

Mr. Carroll gave an overview of the by-laws and also a brief summary of his background working with the Code of Massachusetts Regulations (CMR's) which has allowed him to gain knowledge and experience of many different board operations and by-laws throughout the Commonwealth.

Mr. Barbadoro requested to discuss the delegation of authority aspect of the by-laws and additionally wanted to discuss the positions the Board of Governors have the authority to appoint or hire. The positions include the President of Quincy College, a Chief Financial Officer (CFO) who would dual report if appointed to both the college President and Board of Governors, and Executive Secretary for the board who if appointed would report to both the President and work on all board related matters as requested or assigned.

There was discussion among the members on the matter.

Mr. Carroll suggested as the chairman of the committee he draft language to add to the by-laws covering delegation of authority and language regarding the boards authority to appoint or hire the two positions as described by Mr. Barbadoro.

There was brief discussion following Mr. Carroll's suggestion.

A motion was made by Mr. Barbadoro and seconded by Mr. Carroll that the By-Laws committee draft language pertaining to the Delegation of Authority and the positions of CFO and Executive Secretary for recommendation to add the approved language to the current By-Laws of the Quincy College Board of Governors. On the motion Mr. Paul Barbadoro, Mr. Christopher Carroll, Mr. Joseph Shea, and Ms. Barbara Clarke voted in the affirmative. Eight members voting in the affirmative, and the motion was adopted

Chairman Carroll requested Donna Brugman poll the By-Laws Committee to meet prior to the full board meeting at 5:30 pm on 4/30/20.

Old Business

None

New Business

None

At 5:48 pm Mr. Barbadoro made a motion to adjourn the meeting. There was no discussion on the matter and the meeting was adjourned.