

**QUINCY COLLEGE
BOARD OF GOVERNORS**

Meeting of October 27, 2005

Minutes

The meeting was called to order at 6:42 PM. The member roll was then called. The following members of the Board of Governors were present: Joanne Condon-Walsh; William Grindlay; Dr. Joseph Nicastro; Richard Nici; Peter O'Neill, Esq.; Jerrell Riggins; Theresa Lord-Piatelli, Esq. (Chair of the Board of Governors). The following members of the Board of Governors were absent: David Dennis; Daniel Raymondi, Esq.; Walter White. Also present were: Martha Sue Harris, President; Pushap Kapoor, Vice President for Administration; Steve Higgins, CFO; Robert E. Baker, Jr., Esq., Dean of Business and Public Service and Clerk of the Board of Governors; Matthew Tobin, Esq.

The Pledge of Allegiance was recited and a moment of silence was observed. The Chair then called for the Open Forum portion of the meeting to begin and invited anyone who wished to come forward and address the Board of Governors to do so. The invitation was repeated and when nobody came forward, the Open Forum was declared closed.

Motion by Dr. Nicastro that the minutes of the Board of Governors' meeting of September 19, 2005, be approved. The motion was seconded by Mr. Riggins. There was no discussion on the motion. The motion was adopted unanimously on a voice vote. There were no votes in opposition to the motion and no abstentions.

Motion by Dr. Nicastro that the minutes of the Board of Governors' Executive Session of September 19, 2005, be approved. The motion was seconded by Mr. Riggins. There was no discussion on the motion. The motion was adopted unanimously on a voice vote. There were no votes in opposition to the motion and no abstentions.

Ms. Lord-Piatelli then began the Report of the Chair. She informed the Board of Governors that, pursuant to their request and that of the Finance and Facilities Subcommittee, she, President Harris, and Steve Higgins met on October 17, 2005, with Mayor Phelan on such issues as pension liability, the status of the home rule petition, space needs, improvements to the purchasing process, the contract negotiation process, and developing a partnership between Quincy College and the City of Quincy. She described the meeting as positive and productive. Ms. Lord-Piatelli reported that a draft of the home rule petition is due shortly. She also reminded Board members that she had sent out letters to them appointing them to various NEASC accreditation standards committees. She stressed the importance of serving on these committees in identifying the strengths and weaknesses of the institution within the various standards' areas.

Ms. Lord-Piatelli also addressed the subject of the Quincy College Foundation and corrected a Patriot Ledger misstatement that the Board of Governors was taking over the Foundation. She also cited a report from the City Solicitor's Office that the Foundation, as previously constituted, was in compliance with neither its enabling legislation nor its by-laws. Attorney Mary McNamara has been retained to provide assistance in rebuilding the Foundation. Ms. Lord-Piatelli reported on her attendance at the Gamma Beta Phi induction ceremony on October 26, 2005. The organization now has one hundred fifty members who have performed over one thousand three hundred hours of community service. Mr. Riggins asked if Quincy College availed itself of those vendors on the Commonwealth of Massachusetts contracted vendor system. President Harris

replied that when appropriate, it did. President Harris also reported on her attempts to engage in cooperative purchasing with the City of Quincy to be able to buy in bulk and receive lower prices.

President Harris then presented her report. She called upon Vice President Kapoor to present an enrollment report (please see copy, attached). He said that he hoped that an additional fifty to sixty students will enroll in the third five-week session. Non-credit enrollment is up from ninety nine students at this time a year ago to one hundred ninety nine. He also announced a partnership with Gatlin College to offer non-credit courses on-line. Mr. Riggins thanked Vice President Kapoor for his presentation. In response to a question from the Chair, Vice President Kapoor announced that there was no marketing campaign this fall because contracts were incomplete, not approved, or not done properly or in a timely fashion. President Harris stated that these problems have been rectified by Daryl Slater, the current Marketing Director. Ms. Condon-Walsh recalled an earlier meeting of the Finance and Facilities Subcommittee in which it was explained to her by the prior Vice President for Enrollment Management that the contracts only needed renewal. President Harris said that each day, the College is learning more and more about establishing and using processes that will facilitate such relationships with the City as purchasing.

The Chair also asked about Quincy College's participation in college fairs with Quincy and North Quincy High Schools. Vice President Kapoor reported that there are plans to so participate in fairs, and also for advising on a one to one basis. Dr. Nicastro discussed the ten per cent decline in enrollment and asked if that was common to colleges in this area. Vice President Kapoor responded that for two year colleges, the typical decline has been two to five per cent.

President Harris provided updates on the various NEASC accreditation committees, and stated that Dr. Phyllis Wentworth had received a reduced course load and will be the principal writer on the project. President Harris also reported that she and Keith Cotroneo, Vice President for Academic Affairs, had met with Barbara Brittingham of the NEASC to discuss the integration of planning into work on the standards.

Dean Baker then made a presentation concerning the calendar of events (please see copy, attached). Mr. Grindlay addressed the issue of Board meeting dates and pointed out that no Board meeting had been scheduled for December, 2005, and February, 2006. President Harris expressed her willingness to add meetings in those months. Ms. Condon-Walsh asked if there was a need to meet every month. President Harris said that the Board's meeting schedule is entirely up to the Board. The Chair recalled Mr. Grindlay's request to set aside the third Thursday of every month for Board meetings, but said that to her knowledge, the Board has never met in December. Mr. Grindlay's rationale is that regularly scheduled (monthly) meetings would reduce the volume of work at any individual meeting. Ms. Condon-Walsh suggested that the third Thursday of the month be used for meetings when there is a meeting, but she questioned the need for a meeting every month. She further suggested that if, as time goes on, it is found that additional meetings are needed, then they be scheduled as needed. Mr. Grindlay's preference was to schedule a meeting for every month then cancel those that are not needed. President Harris pointed out that the March, 2006, meeting should be rescheduled to March 16, 2006, at which time the budget would be presented. Ms. Condon-Walsh questioned the need of presenting the budget two weeks before the required date of April 1, 2006. The Chair expressed reservations about disrupting significant College events to accommodate Board meetings on the third Thursday of every month.

Discussion ensued on the draft calendar of Board meetings and events. There also was a discussion on the timing of the submission of the budget.

Motion by Ms. Condon-Walsh to adopt the draft calendar of Board meetings and events, with some adjustments to the Board meeting dates so that the Board will meet as follows: November 17, 2005; December 15, 2005; January 19, 2006; February 16, 2006; March 16, 2006; April 20, 2006 (Board meeting and public hearing on the budget); May 25, 2006; June 15, 2006. The motion was seconded by Mr. Grindlay. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Grindlay then presented the report of the Finance and Facilities Subcommittee.

Motion by Mr. Grindlay to increase the salary of Pushap Kapoor, Vice President for Administration, from \$90,000.00 per year to \$92,500.00 per year, the increase to be transferred from available funds. The motion was seconded by Ms. Condon-Walsh. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Mr. Grindlay that \$500,000.00 be transferred from FY 2006 Reserve for Appropriation to FY 2006 Retirement Expense. The motion was seconded by Dr. Nicastro. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Mr. Grindlay also reported that an amount to resolve pension liability from FY 1995 - FY 2004 has been discussed with Mayor Phelan and Mr. Largey, and that this amount will not include fees and interest. Mr. Higgins will report at the November Board meeting on how to access the fund balance. Mr. Grindlay further reported that the Finance and Facilities Subcommittee is concerned with the drop in enrollment and decrease in finances, and that President Harris has been asked to identify expenses that can be reduced. Also, the contract for the auditors of the Foundation has been increased by \$10,400.00, but that this does not have to be voted on by the Board of Governors as the money comes from existing funds, to be reimbursed by the Foundation.

The Chair presented information on the pension liability obligation and its resolution in the amount of \$3,886,537.20, including no interest and penalties, from an original bill of in excess of \$5,000,000.00. Future pension liability will be determined on a basis similar to how the College's charge for City services is determined annually.

Dr. Nicastro then presented the report of the Personnel and Programs Subcommittee. He described the proposed contract for President Harris, which is for two years, with a one year option, and also contains a three per cent annual cost of living adjustment, and a reduction in salary, sick, and vacation days from the original proposal.

Motion by Ms. Condon-Walsh that President Harris's contract be approved. The motion was seconded by Mr. Riggins. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Dr. Nicastro then discussed the Surgical Technology Program. He described the Request for Proposals for consultancy to the Program, the responses from SIE and the Educational Alliance, and the review of the proposals. President Harris also provided information and stated that Laurie Allen, Purchasing Agent, would want a formal memorandum reflecting changes to charges agreed to by SIE if SIE is hired. Dr. Nicastro described the cost of the Surgical Technology Program, but strongly emphasized the need for this and other allied health programs. He also recommended the formation of an advisory committee to make recommendations on future health education possibilities. Mr. Grindlay asked what expenses might be involved with the consultancy. President Harris responded that it typically would be travel for experts. Mr. Grindlay questioned Mr. Higgins on how the consultant would be paid. Mr. Higgins replied that he would need time to identify a source. Mr. Grindlay proposed that funding for the consultant be voted on in November after a funding source is identified. He pointed out that since SIE would not start until November 1, 2005, and that municipal finance laws require payment in arrears, delay in approval of payment until November, 2005, should not be an impediment.

Motion by Dr. Nicastro to approve hiring SIE as consultant to the Surgical Technology Program. The motion was seconded by Ms. Condon-Walsh. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

Motion by Dr. Nicastro that President Harris be authorized to utilize the services of Dr. McGee and SIE as consultant to the Surgical Technology Program. The motion was seconded by Mr. O'Neill. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

The Chair reported on the Appointing Council and stated that the deadline for filing applications had been extended to November 1, 2005. The Council will meet on November 10, 2005, to review the applications. Ms. Condon-Walsh asked about the status of Board members Daniel Raymondi and Walter White. Mr. Grindlay asked if any progress had been made in determining whether City of Quincy employees can serve on the Board of Governors. President Harris reported that it is Attorney McNulty's opinion that there is no such bar.

Under Old Business, President Harris reported on the process that Sullivan and Rogers, which is conducting the audit of the Foundation, will be following. Mr. Grindlay asked whether a draft report will be presented to the Finance and Facilities Subcommittee. The Chair stated that since this is an audit of an independent entity, the Foundation, the Board members should have no input into the investigation as that reduces the independence of the audit. Mr. Grindlay then asked that the Finance and Facilities Subcommittee have the opportunity to compare the draft with the letter of engagement to make sure that the auditors have done what they said they would do.

Under New Business, President Harris presented a series of policies (Travel/Professional Development Policy; Tuition Remission Policy; Veteran's Benefits Policy; CORI Policy; Deans' List) (please see copies, attached) to the Board and in so doing, asked where the line is drawn between Board policies and administrative policies that do not require Board approval. The Chair replied that her understanding is that the Board of Governors sets policy across the board and any policy affecting anyone attending or working at Quincy College must go through the Board of Governors, first through the Personnel and Programs Subcommittee, after having been tabled for a month.

Motion by Mr. O'Neill that the Board of Governors support President Harris's utilization of a Deans' List. The motion was seconded by Ms. Condon-Walsh. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

President Harris also discussed the rationale for the changes to the CORI Policy. Mr. Grindlay agreed with the position on policies taken by the Chair, and asked if there is a book of policies and procedures. President Harris replied that they are reflected in the Catalog, and in a draft 1999 collection entitled "Policies and Procedures", but she was unsure of the accuracy of that collection. Ms. Condon-Walsh suggested a numbering system to more readily identify and track policies. Mr. Riggins suggested two collections of policies, those in the Catalog and those related to employees. Mr. Grindlay suggested posting the policies on a bulletin board for public comment.

Motion by Dr. Nicastro that all policies presented at this meeting except the Deans' List policy be tabled until the next meeting of the Board of Governors. The motion was seconded by Mr. Nici. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted.

At 8:43 PM, motion by Dr. Nicastro that the Board of Governors enter into Executive Session for the purpose of discussing personnel matters and litigation, and that the Board not return to public session but recess from Executive Session. The motion was seconded by Mr. Nici. There was no discussion on the motion. The following members of the Board of Governors voted in favor of the motion: Ms. Condon-Walsh; Mr. Grindlay; Dr. Nicastro; Mr. Nici; Mr. O'Neill; Mr. Riggins; Ms. Lord-Piatelli. There were no votes in opposition to the motion, and no abstentions. The motion was adopted and at 8:44 PM, the public session of the meeting ended.