

**MINUTES  
BOARD OF TRUSTEES MEETING  
THOMAS EDISON STATE UNIVERSITY  
December 17, 2021**

**MEMBERS PRESENT:** Kemi Alli, Chair; Merodie A. Hancock; J. Stanley Justice; Eric R. Lear; Brian Maloney; Lydia Stockman; Michael Toscani; Johnnie Whittington; Jennifer Hutchinson (student trustee) and Jerome Ingram, Jr. (student trustee)

**MEMBERS ABSENT:** Gualberto Medina, Vice Chair

**ALSO PRESENT:** **Cynthia Baum**, Vice President and Provost; **Deb D’Arcangelo**, Chief Advancement Officer & Vice President for Public Affairs; **Dennis Devery**, Vice President for Enrollment Management; **Chris Stringer**, Senior Vice President and CFO; **Jasmeial Jackson**, Chief Student Success, Equity and Inclusion Officer; **Marcela Maziarz**, Vice President for Community and Government Affairs; **Jennifer Hoff**, General Counsel; **Michael Mancini**, Chief of Staff/COO and Secretary to the Board; **Jamie Adams**, Executive Assistant to the President; and **Dr. James Lyons**, AGB Consultant.

Dr. Alli officially called the public meeting to order at 1:00 p.m., followed by a statement of public notice pursuant to the Open Public Meetings Act, N.J.S.A. 10:4-6 to 10:4-21.

**CONSIDERATION OF MINUTES**

Dr. Alli presented the minutes of the September 17 and October 19, 2021 board meetings for approval and adoption. Mr. Lear made, and Mr. Whittington seconded, a motion to adopt the minutes. Motion carried unanimously.

**PRESIDENT'S REPORT**

Dr. Hancock reported that Commencement was held in-person at the CURE Insurance Arena. Last year’s 2020 graduates, who had celebrated with the virtual ceremony, were invited to return in person for a morning event. More than 100 graduates and almost 1,000 guests took us up on this offer to walk across the stage in cap and gown and announce their name and achievements to the world. In the afternoon, another 364 graduates from the class of 2021 and almost 3,000 guests joined us for our traditional ceremony. Additionally, because we knew that some graduates or their families might still be concerned about traveling, and because we have all become more comfortable on Zoom meetings and with virtual presentations over the past year, we paid extra attention to a live-stream broadcast of the ceremony across our social media channels

## **REPORT OF THE ADMINISTRATION, AUDIT AND FINANCE COMMITTEE**

Dr. Alli introduced Mr. Lear to present the Administration, Audit and Finance Committee Report. Mr. Lear briefed the Board on the committee meeting held on November 18, 2021.

### **FIRST QUARTER FINANCIAL RESULTS**

Mr. Lear introduced Mr. Stringer to brief the Board on the first quarter financial results.

Mr. Stringer discussed the first quarter financial results. The University finished the first quarter with a deficit of \$614,817, which was similar to the prior year deficit of \$515,596. There were large swings in the various components of the financials. State support was \$677,501 or 191% higher than the prior year. The University did not receive any of its Garden State Guarantee (GSG) funds. The GSG funds are not budgeted for expenses since it is being reserved for need based scholarships that will be offered during fiscal year 2023.

Undergraduate student revenue was \$1,991,865 or 18% below the prior year. All major tuition types were below budget and the prior year. The undergraduate nursing BSN program had the largest decline. That was partially due to the new 8-week terms that changed the timing of the billing. The Army also had technical issues with their new IgnitED portal during the first quarter. Graduate tuition and fees were up \$11,900 or 1% over the prior year.

Total expenses were \$1,203,243 or 9% below the prior year. The largest components of the decrease were salary, fringe benefits and maintenance expenses. Salary was down primarily due to the shift of salary to the stimulus funds during the quarter for GEERF grant purposes. Fringe benefits were down since the University had 95 more state supported positions than the prior year. Maintenance was primarily down due to the maintenance expense related to the University ERP system. Roughly 50% of the decline was due to timing and the other half was savings generated from the stimulus funds.

Mr. Stringer also discussed grants that were expended in the last year and new grants that were awarded during the first quarter. All pandemic response stimulus funds were completed during the first quarter. The only exception is HEERF funds that are designated for student scholarships.

### **CONSIDERATION OF BID WAIVERS**

Mr. Stringer provided a summary of the proposed bid waivers. Mr. Lear presented the following resolution.

**WHEREAS:** The “State College Contracts Law, N.J.S.A. 18A:64-52 et seq. requires that contracts be made and awarded by the University, after public advertising, for bids for contracts in excess of the established bid threshold; and

**WHEREAS:** The State College Contracts Law, N.J.S.A. 18A:64-56, permits, in certain specified instances, that contracts may be made, negotiated, or awarded by the University by resolution of its Board of Trustees without public advertising for bids; and

**WHEREAS:** The Board of Trustees approved the “Thomas Edison State University Purchasing and Contracting Policy,” which governs purchases and contracts for the University and Library, on June 10, 2016; and

**WHEREAS:** The Board of Trustees finds that the following purchases and contracts have met the criteria for award without public bidding, under the provisions of N.J.S.A. 18A:64-56; now therefore, be it

**RESOLVED:** That the Thomas Edison State University Board of Trustees hereby approves waivers of advertisement for the following purchases and contracts for the purposes designated:

## BID WAIVER REQUESTS

The State College Contracts Law requires that contracts be made and awarded by the University only after they are publicly advertised for bids. N.J.S.A. 18A:64-56, a provision of that law, allows the Board of Trustees to waive advertising for bids in certain instances. The Board authorized the Thomas Edison State University Purchasing and Contracting Policy, by resolution dated June 10, 2016. The Policy requires that items exceeding \$3,000 be obtained through some price competition. The following proposed contracts will be processed in accordance with that Policy.

1. **Mentor and Course-Construction Consultants:**

N.J.S.A. 18A:64-56(a) (1) permits the University to make, negotiate, or award a contract by Board resolution for professional services, and N.J.S.A. 18A:64-56(a) (25) permits the University to make, negotiate, or award a contract by Board resolution for consulting services involving curricula. The mentor and course-construction consultants listed below are currently providing services to Thomas Edison State University. They are rendering services to the University's Undergraduate and Graduate School programs. The cost of these services may exceed the bid threshold of \$35,500, but will not exceed \$100,000, for fiscal year 2022. Due to the necessity of these services to the University, the University proposes to allow the below named mentors and course-construction consultants to exceed the purchasing threshold:

1337 Tech LLC	Gossett Strauss, Jennifer Lynn	McKiernan, Patrick
Abdel Ghany, Khaled	Granett, Brandi	McMurray, Andrew
Abschutz, Caren	Guerra, Gale	Mellon, John
Alverson, Kelly	Haan, Perry Charles	Moser, Tami
Anwar, Sohail	Halpern, Sheldon	Navaratne, Hemalatha
Begley, Linda	Hansen, Christine	Ness, Benjamin
Behl, Sanjiv	Hanson, Linda	Ness, Lawrence
Bella, Janice Kaye	Haughey, Cynthia	O'Brien, Raymond Thomas
Bigelow, Robert	Havens, Brandy M	O'Brien, Robert
Bradley, John	Haycock, Carlton	Pancza, Maureen
Bradnick, David	Heit, Jamey	Peck, Catherine Louise
Brey, Eric	Herrera, Michele	Plus Scientific LLC
Brown, Dewayne Randolph	Hill, Matthew	Powers, Michael
Buchner, Bradley	Hill, Robert Lynn	Redcay, Miriam
Butler, Clifford	Himelstein, Nathan	Revell, Tara
Campbell, Tina	Hogan, Alexander	Sam, Paul
Card, Pamela	Horwitz, Noah	Sands, Crystal
Cates, Lynn	Ishaq, Abul Faiz M	Scotti, Russell
Chalk Dust Culture	Jarvis, Ezekiel	Silas, Michael
Chan, Hilton	JMS Consulting	Steigerwald, John
Chubbuck, Robert	Jordan, Lauren	Sutton, Jimmy
Cody, James	Katz, Lawrence	Swick, Lori
Coherence First LLC	Kiesow, Paul	Thomas N Massey Ltd
Cole, Susan	Klosk-Gazzale, Laurie	Tomko, Andrew
Consult a Professor	Krolik, James	Tracy, Katherine Paige
Courts, Bari	Kulik, Edward	Vaughan, Robert
Coye, Dale	Lankar, Veronique	Visniski, Steven Patrick
Dhital, Alok	Levitt Consulting Services	VLEXCO LLC
Din, Imran	Lewis, Jamieson Brett	Vucetic, Jelena
Dominello, Nickolas	Lipkin, William	Wagner, Phillip
Dunn, Derrek	Longenbach, David	Wang, Charles
DW Global Strategies	Lukins, Rory	Wiley, Dan Micheal
Eidadu, Aric	Machnic, John A	Wolf, Robert Nathan
Elgin, Margaret Adele	Makhanlall, David	Yankowski, Anthony
Gagen, Gina	MCConlogue, Lisa	Yaworsky, Bohdan
Gibson, Jane	McDaniel, Garry Lewis	
Goldberg, Jordan	McDowell, Cheryl Ann	

## 2. **John S. Watson School of Public Service Strategic Plan - \$80,000**

The University seeks approval for a bid waiver for consultant services for the development of a strategic plan for the John S. Watson School of Public Service. The President and the school leadership will develop a comprehensive strategic plan that will guide the work of the school over the next five years. The consultant will be familiar with New Jersey and the greater Trenton area in particular, as well as funding sources for the types of initiatives to be implemented by the school. The outcome of the strategic plan is expected to identify the best means to advance the mission of the school, including enhancing awareness of its work, deepening its impact, promoting its sustainability, and more fully integrating its activities within the University. The cost will not exceed \$80,000. The project will be completed by June 30, 2022. N.J.S.A. 18A: 64-56 (a) (15) permits the University to make, negotiate, or award a contract by Board resolution for professional consulting services.

3. **Educational Leadership Fellow - \$100,000**

The University seeks approval for a bid waiver for consultant services for the development of an *Educational Leadership Fellow*. The consultant will provide senior thought leadership throughout the revision process for the Master's in Educational Leadership program at TESU, informing scholarship, pedagogy, accreditation, outreach, and growth initiatives. The Educational Leadership Fellow will serve in a consulting capacity to provide scholarly expertise within the discipline to contribute a distinctiveness and unique position for TESU in the educational leadership arena. The fellow will coordinate with the revision team to identify appropriate content to meet the growing need for social-emotional support in educational environments, content on social justice, cultural and identity pluralism, equity and diversity of learning needs. The Fellow will contribute to advancing innovative pedagogies in the program and contribute to the development of the program's virtual learning community. The Educational Leadership Fellow will lend their knowledge and experience with specialized accreditation requirements through CAEP. Additionally, the Educational Leadership Fellow will provide guidance and leadership to the University with regard to growth opportunities and outreach initiatives to relevant organizations and agencies. The cost will not exceed \$100,000. The project will be completed by December 31, 2023. N.J.S.A. 18A: 64-56 (a) (15) permits the University to make, negotiate, or award a contract by Board resolution for professional consulting services.

4. **Media Usage and Preference Study - \$80,000**

Survey of Inquirers, applicants and current students to determine digital and traditional media usage, consumption, preferences, and related lifestyle habits in addition to exposure touch points, commuting behaviors, remote work status, hobbies and interests to inform the University's marketing strategy and advertising placements. A request for quotations is being conducted and a vendor will be chosen. Cost of the project is not expected to exceed \$80,000. N.J.S.A. 18A 64-56(a) (15) permits the University to make, negotiate, or award a contract by Board resolution for professional consulting services.

5. **Enhance MFA Security Solution - \$125,000**

The requested waiver will cover costs associated with implementation of a complete multi-factor authentication (MFA) security solution for the University. MFA is a recommended enhancement to securely validate logins to TESU data and application services. Vendor to be determined. The contract term will be through June 30, 2023. N.J.S.A. 18A:64-56(a) (19) permits the University to make, negotiate, or award a contract by Board resolution, for information technology.

6. **Cabling and Fiber Upgrades - \$250,000**

The University received approval for a \$150,000 bid waiver on June 11, 2021 to cover expenses for upgrading the cabling infrastructure of Kelsey Townhouse Complex and CLT. The University is seeking approval to increase the bid waiver amount to \$250,000. The waiver will also cover costs to complete a campus fiber update to improve network resiliency (re-terminations and new connections). Vendor to be determined. N.J.S.A. 18A:64-56(a) (19) permits the University to make, negotiate, or award a contract by Board resolution, for information technology.

7. **New Staff Help Desk - \$125,000**

The University received approval on June 11, 2021 to cover the expense of implementing a new staff help desk system. The University is seeking approval to increase the bid waiver amount by \$50,000. The requested waiver will be utilized to cover the expense of implementing a new staff help desk (case management) system. Vendor to be determined. N.J.S.A. 18A:64-56(a) (19) permits the University to make, negotiate, or award a contract by Board resolution, for information technology.

8. **Penetration Testing - \$175,000**

On June 11, 2021, the University received approval for a bid waiver to cover the expense of engaging with a security partner to test the University's network defenses. The University is seeking approval to increase the waiver to \$175,000. The original waiver was for \$75,000. Vendor to be determined. Cost will not exceed \$175,000 for FY 2022. N.J.S.A. 18A:64-56(a) (19) permits the University to make, negotiate, or award a contract by Board resolution, for information technology.

9. **Strategic Plan Implementation - \$65,000**

The State Library requests the approval to spend \$65,000 with NCXT, LLC to help facilitate the implementation of the Library's new strategic plan. The Library underwent a strategic planning process in late FY2021/early FY2022 with the final plan to be presented to management in Fall 2021. This waiver will allow management to work with NCXT to create a communications plan, establish a structured implementation process, design a professional development curriculum for staff including eLearning support, and make suggested improvements to organizational structure to better implement the vision, values and mission of the State Library. The cost of this initiative will not exceed \$65,000. N.J.S.A. 18A:64-56(a) (1) permits the University to make, negotiate, or award a contract by Board resolution for professional services, and N.J.S.A. 18A:73-43.4(d) extends this exception to the State Library.

10. **Library Materials - \$50,000**

The State Library requests approval to spend \$50,000 for the purchase of library materials in electronic formats from Baker & Taylor to add to the statewide eBook collection available in NJ's public libraries. These materials will be available through the SimplyE eBook platform the State Library provides to all public libraries as well as the various other platforms used by certain libraries across the state. The FY2022 costs will not exceed \$50,000. N.J.S.A. 18A:64-56(a) (6) and N.J.S.A. 18A:73.35.1 permit the University to make, negotiate, or award a contract by Board resolution, for the purchase of library materials.

11. **Digitization Lab - \$300,000**

The State Library has requested Congressional earmark funds to establish a digitization lab to do high volume, preservation quality digitization of rare New Jersey government publications in the Library's collection. If awarded, the State Library will purchase high performance scanners, WiFi equipment, network storage space, and other associated items. State contracts will be utilized where feasible and competitive pricing will be reviewed to obtain the best possible pricing. N.J.S.A. 18A:64-56(a) (19) permits the University to make, negotiate, or award a contract by Board resolution, for information technology, and N.J.S.A. 18A:73-43.4(d) extends this exception to the State Library.

12. **Legal Services - 100,000**

On September 17, 2021, the University received approval for a bid waiver for \$50,000 for legal representation and investigatory matters. The University is seeking approval to increase the bid waiver by \$50,000. N.J.S.A. 18A 64-56(a) (15) permits the University to make, negotiate, or award a contract by Board resolution for professional consulting services.

Ms. Stockman made, and Mr. Maloney seconded, a motion to adopt the resolution. The motion carried unanimously.

### **SELECTION OF AN INTERNAL AUDITOR**

Mr. Stringer discussed the process for selecting the internal auditor and the rationale of the committee recommendation. The University recommended that Baker Tilly be awarded a three-year contract. Mr. Stringer stated that during the vetting of Baker Tilly, it was noted that a partner had a disciplinary finding by the Public Company Accounting Oversight Board in 2016. That finding was later vacated.

**WHEREAS:** The “State College Contracts Law, N.J.S.A. 18A:64-52 et seq. requires that contracts be made and awarded by the University, after public advertising, for bids for contracts in excess of the established bid threshold; and

**WHEREAS:** N.J.S.A.18A:3B-49 authorizes the Board of Trustees to approve the appointment of an internal auditor; and

**WHEREAS:** The University issued a Request for Quotations (RFQ) to 13 accounting firms; and

**WHEREAS:** Bids received in accordance with the RFQ were reviewed by a University committee, and the committee found that Baker Tilly, LLP’s bid was the most advantageous to the University, price and other factors considered; and

**WHEREAS:** The firm will provide internal audit services at a cost not to exceed \$100,000 per year for three calendar years, beginning January 2022; and

**WHEREAS:** The committee’s finding was presented to the Administration, Audit and Finance Committee of the Board, which, in turn, recommends that the Board approve the award of the internal auditor contract to Baker Tilly, LLP; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby approve the award of the contract for internal auditing services to Baker Tilly, LLP for the University and its affiliate, the New Jersey State Library, at a cost not to exceed \$100,000 per calendar year for three years, beginning January 2022.

Mr. Whittington made, and Dr. Alli seconded, a motion to adopt the resolution. The motion carried unanimously.



### **TRAVEL POLICY AND PURCHASING & CONTRACTING POLICY**

Mr. Stringer discussed updates to both policies. In particular, the travel policy addresses the changes to remote status for employees based on changing workforce during the pandemic, and for the purchasing and contracting policy, changing the formal quote requirement from \$3k to \$10k to match federal standards.

**WHEREAS:** The Board of Trustees of Thomas Edison State University has the authority and responsibility to determine policies for the administration of the University pursuant to N.J.S.A. 18A:64-6; and;

**WHEREAS:** The University maintains the Thomas Edison State University Travel Policy that outlines the approvals and allowability of employee travel; and

**WHEREAS:** The University maintains the Thomas Edison State University Purchasing and Contracting Policy that outlines compliance with applicable New Jersey laws and regulations on procurement and contracting for goods and services; and

**WHEREAS:** The President recommends updating and revising the Travel Policy and the Purchasing and Contracting Policy, which will increase productivity and promote efficiency; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby adopt the updated and revised Travel and Purchasing and Contracting policies, set forth in the attached documents.

Ms. Stockman made, and Mr. Toscani seconded, a motion to adopt the resolution. The motion carried unanimously.

### **FY 2021 AUDIT UPDATE**

Mr. Stringer gave an update on the FY2021 audit. The state has not yet supplied the Other Post Employment Benefit (GASB 75) data to complete the audit. GASB 75 entry results in a revenue and expense for the same amount. Therefore, there will be no change in the FY2021 bottom line results. Unrestricted net assets increased by \$6 million, excluding the pension entry. Mr. Stringer noted the GASB 75 data was received in January, so he hopes to have the audit presentation at the Administration, Audit & Finance Committee meeting in February 2022.

### **FY2 2023 BUDGET REQUEST**

Mr. Stringer discussed the state budget request, which was sent to the committee earlier, including salary relief for state negotiated salaries. The other request was to be treated equitably on the FTE funding. All state institutions received a floor of \$3,050 for FY 2022. Thomas Edison did not receive an adjustment. The request is for TESU to have a floor of 75% of the other NJ higher education institutions.

**CONSIDERATION OF CANDIDATES FOR DEGREE**

Dr. Alli presented the following resolution:

**The Board of Trustees of Thomas Edison State University does hereby approve the awarding of the appropriate degrees to those December 17, 2021 candidates cited on the lists provided and incorporated herein by reference.**

**The action herein taken is pursuant to a certification by the President that the aforementioned candidates have satisfied all relevant degree requirements as recommended by the Academic Council and as established by the Board of Trustees.**

Mr. Toscani made, and Mr. Lear seconded, a motion to adopt the resolution. Motion carried affirmatively. Jennifer Hutchinson abstained.

**CONSIDERATION OF CONTRACT RENEWALS**

Dr. Alli presented the following resolution to approve the contract renewals:

**WHEREAS:** The Board of Trustees of Thomas Edison State University is authorized to approve and act on contract renewal recommendations for employees of the University, pursuant to N.J.S.A. 18A: 64-6(h) and (i), as well as for State Library employees, pursuant to N.J.S.A. 18A: 73-34; and

**WHEREAS:** The President has made the contract recommendations as indicated on the lists provided and incorporated herein by reference; and

**WHEREAS:** The action taken herein is pursuant to an evaluation of each employee's work performance; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby approve the contract recommendations as indicated on the lists provided and incorporated herein by reference.

Mr. Maloney made, and Mr. Lear seconded, a motion to adopt the resolution. Motion carried unanimously.

### **CONSIDERATION OF PERSONNEL ACTIONS**

Dr. Alli presented the following resolution to approve the personnel actions:

**WHEREAS:** The Board of Trustees of Thomas Edison State University is authorized to approve and act on employee-appointment recommendations for employees of the University, pursuant to N.J.S.A. 18A: 64-6(h) and (i), as well as for State Library employees, pursuant to N.J.S.A. 18A: 73-34; and

**WHEREAS:** The President has made the employee-appointment recommendations as indicated on the list provided and incorporated herein by reference; now, therefore, be it

**RESOLVED:** That the Board of Trustees of Thomas Edison State University does hereby approve the employee-appointment recommendations as indicated on the list provided and incorporated herein by reference.

Ms. Stockman made, and Ms. Toscani seconded, a motion to adopt the resolution. Motion carried unanimously.

### **ADJOURNMENT**

There being no further business, the meeting adjourned at 1:38 p.m.

Submitted by,



Merodie A. Hancock, PhD  
Secretary of the Board

Date

Approved by,



Kemi Alli  
Chair

Date