

MINUTES
BOARD OF TRUSTEES MEETING
THOMAS EDISON STATE COLLEGE
March 6, 2015

MEMBERS PRESENT: Gualberto Medina, Chairman; Brian Maloney, Vice Chairman; George A. Pruitt; Fred Abbate (via conference call); Richard Arndt (via conference call); J. Stanley Justice; Eric R. Lear; E. Harvey Myers; Frances Parrales (student trustee), and Marilyn Pearson (via conference call).

MEMBERS ABSENT: Ida Hammond; and Anthony Buffardi (student trustee).

ALSO PRESENT: William Seaton, Vice President and Provost; John Thurber, Vice President for Public Affairs; Dennis Devery, Vice President for Planning and Research; Mary Ellen Caro, Vice President for Enrollment Management and Learner Services; Christopher Stringer, Vice President for Administration and Finance; Robin Walton, Vice President for Community and Government Affairs; Barbara Kleva, General Counsel; Mary Chute, State Librarian; and Linda Meehan, Chief of Staff and Secretary to the Board.

Mr. Medina officially called the public meeting to order at 10:05 a.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

The minutes of December 12, 2014, were presented by Mr. Medina for approval and adoption. Mr. Arndt made, and Mr. Lear seconded, a motion to adopt the minutes. The motion carried unanimously.

PRESIDENT'S REPORT

Dr. Pruitt announced that the presentation on the Doctor of Nursing Practice (DNP) degree program would be included as part of the Academic Affairs Committee Report rather than within the President's Report as noted on the agenda. He then introduced Dr. Kyle Farmbry, Dean of the Graduate School, Rutgers-Newark, who was observing the meeting in his capacity as a Fellow in AASCU's Millennium Leadership Initiative (MLI) program.

Dr. Pruitt reported that the Governor's budget address focused on the State's continued financial strain and on additional proposed cuts to the Public Employees Retirement System (PERS) pension funding. While the College anticipated higher education would be flat-funded, we instead sustained a significant decrease in funding in the form of higher fringe costs for the College's state-authorized positions previously funded partially by the State. Our operating budget will cover this added cost representing 40-50 percent of our authorized state employees' salaries. There is disparity with the distribution of these increased costs among the state colleges and universities, leaving Thomas Edison State College with the highest cut at 14 percent compared to the other state colleges with 3-4 percent increases.

Dr. Pruitt reported that we will begin considering pricing costs, focusing on our growth projection, to plan for a proposed fee increase for FY 2016. He also emphasized the importance of continuing to maintain affordable tuition plans for our students.

He reported that a 100 percent pass rate of the NCLEX examination was achieved by the most recent cohort of our BSN students adding that we are the only college or university in the State of New Jersey who had a 100 percent pass rate. The College's petition for university status is currently underway and will be ready to submit to the Secretary of Higher Education after the regulations sunset July 29, 2015. Our Kuser Mansion facility experienced flooding due to a pipe that burst damaging all of our servers as well as the basement and some of the first floor. The pipe was part of a sprinkler system that was installed during the previous renovation located in an uninsulated wall near the front entrance. While the cold temperatures were partially responsible, we have taken measures to ensure it does not happen again.

Dr. Pruitt then introduced Joseph Guzzardo, Associate Vice President and Director of Communications, who presented the Comcast Media Advertisements. Mr. Guzzardo reported the value of the Comcast advertisements is estimated at \$2 to \$3 million as Comcast is upgrading placement of our spots through the calendar year. He indicated Comcast was very pleased with the quality and content of the public service announcements. The trustees were impressed and expressed their delight with the public service announcements. Mr. Thurber added that our relationship with Comcast will continue over the next several years.

REPORT OF THE ADMINISTRATION, AUDIT AND FINANCE COMMITTEE

Mr. Maloney reviewed the information that was presented at the Administration, Audit and Finance Committee meeting held on February 19, 2015. He reported that the College had good financial results. Mr. Stringer reported that revenue is 48 percent of the annual budget and was just 2 percent behind the prior year. This decrease was primarily due to financial aid billing changes that impacted the first quarter. Expenses were 42 percent of the annual budget and 3 percent above the prior year. The College is expected to finish the year above the budgeted surplus of \$4,782,898. Mr. Maloney reported that the College has shifted a portion of the active duty military students to the veterans' programs. This shift has had a positive financial impact on the College.

CONSIDERATION OF BID WAIVERS

Mr. Maloney introduced 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 College, after public advertising, for bids for contracts in excess of \$32,100; 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 College by resolution of its Board of Trustees without public advertising for bids; and

WHEREAS: The Board of Trustees approved the Thomas Edison State College Purchasing and Contracting Policy, governing purchases and contracts for the College and Library, on December 14, 2012; and

WHEREAS: Background information on each bid waiver is provided in the attached document entitled "Bid Waiver Requests"; and

WHEREAS: The College is requesting bid waivers to do the following:

- use the services of certain mentors and course-construction consultants for the College's undergraduate and graduate programs and courses offered through the various Schools, at a cost not to exceed \$100,000 per contract for FY 2015;
- contract with vendors for a limited pilot in a small group of selected courses in the September 2015 semester, using digital and print media, at an approximate cost of \$60,000;
- contract with Tata Interactive Solutions for creating an interactive course simulation for the Watson School students, at a cost not to exceed \$40,000;
- contract with Pathbrite Portfolios for creating an interactive portfolio tool for students for the Nursing Program, PLA Portfolio Program, and MBA graduates, at an approximate cost of \$40,000;
- contract with McCann & Associates for the creation of two test banks that are based upon two of the institution's learning outcomes, at a cost not to exceed \$75,000;
- contract with a technology equipment company to provide video recording equipment for the Media Creation Studio in the Center for Learning and Technology, at a cost not exceed \$100,000; and
- contract with ProctorU, Inc. to provide online student identity and authentication services, at a cost not to exceed \$50,000,

in accordance with the explanation and description of each project as set out in the attached "Bid Waiver Requests"; now, therefore, be it

RESOLVED: That the Board of Trustees does hereby authorize bid waivers for the College and its affiliate, the New Jersey State Library, to do the following: use the services of certain mentors and course-construction consultants for the College's undergraduate and graduate programs and courses offered through the various Schools, at a cost not to exceed \$100,000 per contract for FY 2015; contract with vendors for a limited pilot in a small group of selected courses in the September 2015 semester, using digital and print media, at an approximate cost of \$60,000; contract with Tata Interactive Solutions for creating an interactive course simulation for the Watson School students, at a cost not to exceed \$40,000; contract with Pathbrite Portfolios for creating an interactive portfolio tool for students for the Nursing Program, PLA Portfolio Program, and MBA graduates, at an approximate cost of \$40,000; and contract with McCann & Associates for the creation of two test banks that are based upon two of the institution's learning outcomes, at a cost not to exceed \$75,000; contract with a technology equipment company to provide video recording equipment for the Media Creation Studio in the Center for Learning and Technology, at a cost not to exceed \$100,000; and contract with ProctorU, Inc. to provide online student identity and authentication services, at a cost not to exceed \$50,000.

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

REVIEW OF THE A-133 AUDIT

Mr. Maloney reported that the College and New Jersey State Library had the annual A-133 compliance audit of federal and grant programs performed by our external auditors. He noted that it was a good audit with only two minor exceptions. Mr. Stringer explained that both findings related to financial aid. He also stated that the College has taken corrective action and does not expect the findings to be repeated. All other programs tested did not have any findings. Mr. Maloney added that the findings were administrative and there was no cost involved in remediation.

INTERNAL AUDIT-IT GENERAL CONTROLS

Mr. Maloney reported on the internal audit that was prepared by Clifton Larson Allen. He noted that the audit was an information technology and general controls review of the New Jersey State Library. He noted that there were no major issues with the report. Mr. Stringer stated the findings related to having written policies and a strategic plan, complex passwords and periodic access review. Mr. Stringer reported that the corrective action was to merge the IT department of the New Jersey State Library with the IT department of the College. He noted that the corrective action has eliminated the findings.

SELECTION OF EXTERNAL AUDITOR

Mr. Maloney discussed the resolution to contract with KPMG, LLP for external audit services for a period of three years. He noted that the Administration, Audit and Finance Committee is continually very pleased with the professionalism of KPMG during their audits of the College. Mr. Maloney 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 College, after public advertising, for bids for contracts in excess of \$32,100; and
- WHEREAS:** The State College Contracts Law, N.J.S.A. 18A:64-56 (a)(1), permits the College, by resolution of its Board of Trustees, to award a contract for professional services, without public advertising for bids; and
- WHEREAS:** The Board of Trustees approved the Thomas Edison State College Purchasing and Contracting Policy, governing purchases and contracts for the College and Library, on December 14, 2012; and
- WHEREAS:** One sealed bid was received in response to a Request for Quotation (RFQ), and an evaluation committee found that KPMG, LLP was well qualified to provide external audit services to the College and its affiliate, the New Jersey State Library, based on the selection criteria stated in the RFQ; and
- WHEREAS:** KPMG has executed the external audits for the College and its affiliate, the New Jersey State Library, for fiscal years 2012-2014 and it has provided the College with quality services; and
- WHEREAS:** The College has determined that KPMG, LLP continues to meet the specifications for such services; and

- WHEREAS:** The Administration, Audit and Finance Committee recommends that the Board approve the selection of KPMG, LLP for a three-year contract; and
- WHEREAS:** KPMG, LLP audit services will be provided at an estimated cost of \$122,000 in FY 2015 and are expected to increase \$5,000 annually, over the life of the contract; now, therefore, be it
- RESOLVED:** That the Board of Trustees of Thomas Edison State College does hereby authorize the College to award the contract for auditing services to KPMG, LLP for the College for a period of three years.

Mr. Maloney made, and Mr. Medina seconded a motion to adopt the resolution, also expressing his high regard for the exceptional team at KPMG, LLP. The motion carried unanimously.

REPORT OF THE ACADEMIC AFFAIRS COMMITTEE

CONSIDERATION OF DOCTOR OF NURSING PRACTICE (DNP) DEGREE PROGRAM

Mr. Abbate introduced Mr. Seaton and Dr. Marshall, who presented on the College's first doctoral degree program, the Doctor of Nursing Practice (DNP). Mr. Seaton spoke about the evolution of the College and explained that it is a natural progression for us to consider offering our first doctoral degree program. He added that we offered our first graduate program in 1994 and now have a dozen graduate programs. Mr. Seaton elaborated that while it is appropriate to consider this doctoral degree program, we have no intention of becoming a Research I institution adding that the changing nature of higher education points us in the direction of offering a practice-based doctoral degree program. Dr. Marshall presented the details of the DNP degree program.

There was discussion following the presentation, and Mr. Maloney noted that the Foundation provided the seed money to the DNP degree program, and they believe wholeheartedly in this launch. Dr. Pruitt discussed the approval process noting it will need to go before the New Jersey Presidents' Council (NJPC) Academic Issues Committee for review, followed by a recommendation from the NJPC to the Secretary of Higher Education. Dr. Pruitt reported that we are positioned to launch and anticipate successful outcomes adding that there is real need for the DNP program, and while we may not be the largest nursing school in the State, we are the strongest, which has been demonstrated by the exceptional progress of our graduates.

Mr. Abbate presented the following resolution:

- WHEREAS:** The Board of Trustees of Thomas Edison State College has the authority and the responsibility to determine the educational curriculum and academic policies of the College; and
- WHEREAS:** The Academic Council has reviewed and recommended the Doctor of Nursing Practice (DNP) degree program as presented; and
- WHEREAS:** The Academic Affairs Committee of the Board of Trustees has reviewed and concurred with the recommendation as presented; and
- WHEREAS:** The President of the College recommends the proposal as presented; now, therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College does hereby approve the Doctor of Nursing Practice (DNP) degree program as presented and incorporated herein by reference.

Mr. Abbate made, and Ms. Pearson seconded a motion to adopt the resolution. Motion carried unanimously. Mr. Abbate thanked Dr. Marshall for her informative presentation.

CONSIDERATION OF RETIREMENT OF MSM SCHOOL BUSINESS ADMINISTRATION AREA OF STUDY

Mr. Seaton explained that while the School Business Administration area of study is being retired from the School of Business, it is being moved into the Heavin School of Arts of Sciences within the Educational Leadership area of study where it is more appropriately aligned.

Mr. Abbate presented the following resolution:

WHEREAS: The Board of Trustees of Thomas Edison State College has the authority and the responsibility for oversight of academic governance; and

WHEREAS: The Academic Council has reviewed and recommended the retirement of the Master of Science in Management Area of Study in School Business Administration as presented; and

WHEREAS: The Academic Affairs Committee of the Board of Trustees has reviewed and concurred with the recommendation as presented; and

WHEREAS: The President of the College recommends the proposal as presented; now, therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College does hereby approve the retirement of the Master of Science in Management Area of Study in School Business Administration as presented and incorporated herein by reference.

Mr. Abbate made, and Rev. Justice seconded a motion to adopt the resolution. Motion carried unanimously.

CONSIDERATION OF GRADUATE CERTIFICATE IN INDUSTRIAL-ORGANIZATIONAL PSYCHOLOGY

Mr. Seaton reported that we have designed the Industrial-Organizational Psychology graduate certificate program in response to a feasibility study we performed, noting there is demand in the marketplace for this area of study.

Mr. Abbate presented the following resolution:

WHEREAS: The Board of Trustees of Thomas Edison State College has the authority and the responsibility to determine the educational curriculum and academic policies of the College; and

WHEREAS: The Academic Council has reviewed and recommended the Graduate Certificate in Industrial-Organizational Psychology as presented; and

- WHEREAS:** The Academic Affairs Committee of the Board of Trustees has reviewed and concurred with the recommendation as presented; and
- WHEREAS:** The President of the College recommends the proposal as presented; now, therefore, be it
- RESOLVED:** That the Board of Trustees of Thomas Edison State College does hereby approve the Graduate Certificate in Industrial-Organizational Psychology as presented and incorporated herein by reference.

Mr. Abbate made, and Mr. Myers seconded a motion to adopt the resolution. Motion carried unanimously.

CONSIDERATION OF CREATION OF GRADUATE COUNCIL

Mr. Seaton reported that there has been significant restructuring of the academic governance area within the College in developing a new council to oversee and respond to graduate level degree needs. This is the appropriate time and foreshadows the university status we are seeking. He added that we have matured and now need this improved governance structure to review graduate education issues and policies. The academic council reviews undergraduate level issues. The Board will oversee and approve appointments to the Graduate Council. Recommendations for appointment will be sent to the Board from the Graduate Council.

Mr. Abbate presented the following resolution:

- WHEREAS:** The Board of Trustees of Thomas Edison State College has the authority and the responsibility for oversight of academic governance; and
- WHEREAS:** The College is expanding its graduate academic programs; and
- WHEREAS:** The College is preparing to submit a petition for University status; and
- WHEREAS:** The Academic Affairs Committee of the Board of Trustees has reviewed and concurred with the recommendation as presented; and
- WHEREAS:** The President of the College recommends the proposal as presented; now, therefore, be it
- RESOLVED:** That the Board of Trustees of Thomas Edison State College does hereby authorize the creation of a Graduate Council to oversee graduate education as presented and incorporated herein by reference.

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

CONSIDERATION OF CANDIDATES FOR DEGREE

Dr. Pruitt indicated the final candidates presented are at the members' seats. There were 70-80 candidates added since the mailing, on par for the number of graduates at this time of year.

Mr. Abbate presented the following resolution:

The Board of Trustees of Thomas Edison State College does hereby approve the awarding of the appropriate degrees to those March 6, 2015, 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. Maloney made, and Mr. Abbate seconded a motion to adopt the resolution. Motion carried unanimously.

CONSIDERATION OF CANDIDATES FOR HONORARY DEGREE

Mr. John Martinson

Mr. Medina commended Dr. Pruitt for always finding noteworthy candidates for honorary degree for the Board to consider. Dr. Pruitt said we work hard to exercise a discipline in choosing people whose work is consistent with the values of our institution. Dr. Pruitt reported that Mr. John Martinson is a former member of the Foundation Board of Directors, and founder of the Edison Venture Fund which he grew into one of the leading IT firms in this region.

Mr. Abbate presented the following resolution:

WHEREAS: Mr. John H. Martinson founded the Edison Venture Fund in 1986 and built it into one of the leading IT venture capital firms in our region; and

WHEREAS: He has been a venture capitalist for 37 years, participating in more than 150 equity financings, serving as a director of 55 companies during his career, and currently serves as a director of five innovative technology companies which include Cadient, ClearPoint, eChalk, iContracts and Health Market Science; and

WHEREAS: Mr. Martinson is a former Chairman of the National Venture Capital Association (NVCA), serving as a director for eight years, a former recipient of the NVCA Service Award, the co-founder and former chairman of the New Jersey Technology Council, and former chairman of PACT (previously Greater Philadelphia Venture Group); and

WHEREAS: He has served as a member of the Thomas Edison State College Foundation Board, and donated a collection of over 1,500 items of Thomas Alva Edison memorabilia for the benefit and use of the College; and

WHEREAS: Mr. Martinson continues to support enhancements in the College's course development capacity and, specifically, to strengthen the delivery of video content and interactive experiences through online course platforms; and

- WHEREAS:** After graduating from the United States Air Force Academy with a B.S. in Aeronautical Engineering, he flew more than 500 combat missions for the Air Force and earned the Distinguished Flying Cross, then earned an M.S. in Astronautics from Purdue, and an M.B.A. from Southern Illinois University; and
- WHEREAS:** He is the recipient of numerous awards and recognitions including an inductee of NJBIZ Magazine's Hall of Fame and the Entrepreneur of the Year Lifetime Achievement Award from Ernst & Young; now, therefore, be it
- RESOLVED:** That the Board of Trustees of Thomas Edison State College, upon the recommendation of the President, does hereby award John H. Martinson the degree of Doctor of Humane Letters, *honoris causa*; and be it further
- RESOLVED:** That said degree be conferred upon him at the College's Commencement Ceremony, to be held on September 26, 2015.

Mr. Myers made, and Mr. Arndt seconded a motion to adopt the resolution. Mr. Myers added that Mr. Martinson also flew over 55 missions and was presented with the Distinguished Flying Cross Award. Motion carried unanimously.

Dr. Levi Watkins, Jr.

Dr. Pruitt spoke about Dr. Levi Watkins, who graduated first in his class from Tennessee State University and was the first African-American to be admitted to, and to graduate from, Vanderbilt University School of Medicine. He was also the first African American chief resident in cardiac surgery at the Johns Hopkins Hospital. In 1980, he performed the world's first human implantation of the automatic implantable defibrillator. Most recently Dr. Watkins retired from his administrative duties at Johns Hopkins. Dr. Pruitt informed the board that Dr. Watkins is a relative as Dr. Watkins' mother and Dr. Pruitt's mother were first cousins. He added that he has always felt Dr. Watkins was worthy of this honor, given the nature of his extraordinary achievements, but he wanted to ensure that the Board was aware of the relationship. The Board concurred Dr. Watkins' extraordinary contributions and achievements were deserving of this honor regardless of whether or not he was a distant relative of the President.

Dr. Pruitt added that this was an appropriate pairing of honorary degree recipients as one honoree funds innovation, and the other researches and develops innovation.

Mr. Abbate presented the following resolution:

- WHEREAS:** Dr. Levi Watkins, Jr. is a pioneer and innovator in many respects having performed the world's first human implantation of the automatic implantable defibrillator in 1980; and
- WHEREAS:** Dr. Watkins was the first African American chief resident in cardiac surgery at the Johns Hopkins Hospital who also helped to develop the cardiac arrhythmia service at Hopkins where various new open-heart techniques are now being performed to treat patients at risk of sudden cardiac death and subsequently developed several different techniques for the implantation of this device; and

- WHEREAS:** He is a committed advocate for human rights and has a distinguished history with the Civil Rights Movement; was a member of the Dexter Avenue Baptist Church in Montgomery, Alabama, when Dr. Martin Luther King, Jr. was pastor; was an active participant in the famous Montgomery bus boycott, driving commuters as an alternative to riding segregated buses, and enjoyed a close personal friendship with Dr. King and his wife, Coretta Scott King; and
- WHEREAS:** He graduated first in his class from Tennessee State University, and was the first African American to be admitted to and graduate from Vanderbilt University School of Medicine; and
- WHEREAS:** He is a former member of the Board of Trustees of Vanderbilt University and has an endowed chair in his name at the Vanderbilt University School of Medicine; and
- WHEREAS:** Through his pioneering medical research coupled with his outspoken commitment to social justice, he has become a respected and revered figure at Johns Hopkins as well as throughout our nation; now, therefore be it
- RESOLVED:** That the Board of Trustees of Thomas Edison State College, upon the recommendation of the President, does hereby award Levi Watkins, Jr. the degree of Doctor of Humane Letters, *honoris causa*; and be it further
- RESOLVED:** That said degree be conferred upon him at the College's Commencement Ceremony, to be held on September 26, 2015.

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

CONSIDERATION OF CONTRACT RENEWALS

Mr. Medina presented the following resolution:

- WHEREAS:** The Board of Trustees of Thomas Edison State College is authorized to approve and act on contract renewal recommendations for employees of the College, 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 list 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 College does hereby approve the contract recommendations as indicated on the list provided and incorporated herein by reference.

Mr. Arndt made, and Mr. Myers seconded the motion to adopt the resolution. Motion carried unanimously.

CONSIDERATION OF PERSONNEL ACTIONS

Mr. Medina presented the following resolution:

WHEREAS: The Board of Trustees of Thomas Edison State College is authorized to approve and act on employee-appointment recommendations for employees of the College, 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 College does hereby approve the employee-appointment recommendations as indicated on the list provided and incorporated herein by reference.

Dr. Pruitt pointed out that Ms. Isak's appointment on this list was a title change and internal promotion in recognition of her leadership in achieving the first million dollar year in cash, not assets, for the Thomas Edison State College Foundation. He acknowledged the strong team that Mr. Thurber has put together in the Office of Development, along with the efforts and changes made to the infrastructure, under Mr. Maloney's leadership as the Foundation Board Chair, which are now bearing fruit.

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

NEW BUSINESS

Dr. Pruitt noted that the preliminary board meeting dates for FY 2016 included with the materials are for informational purposes, with the final dates brought to the Board for approval at the June meeting. He also informed the Board that we will have an education series throughout the year for our board. In June, we will have Mr. Marc Singer, Vice Provost, Center for the Assessment of Learning, join us to brief the Board on competency-based education and the portfolio assessment process.

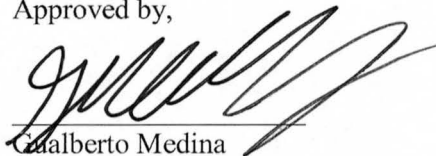
There being no further business, the meeting was adjourned at 12:03 p.m.

Submitted by,



George A. Pruitt
Secretary to the Board

Approved by,



Gualberto Medina
Chairperson