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**MINUTES
BOARD OF TRUSTEES MEETING
THOMAS EDISON STATE COLLEGE
June 6, 2014**

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

MEMBERS ABSENT: Ida Hammond; Eric Lear

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, Secretary to the Board

Mr. Medina officially called the public meeting to order at 2:09 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

The Minutes of the March 7, 2014 meeting were presented by Mr. Medina for approval and adoption. Mr. Abbate made, and Mr. Maloney seconded, a motion to accept the resolution. The motion carried unanimously.

PRESIDENT'S REPORT

Dr. Pruitt reported on New Jersey's \$800 million shortfall for the end of FY 2014. He added that with no discretionary money left for the State of New Jersey, the College and higher education in general, will continue to experience great fiscal challenges. He pointed out that the State spends approximately \$18,000 per student on K-12 in New Jersey compared to state spending of approximately \$170 per student at Thomas Edison State College.

Dr. Pruitt informed the Board about his invitation to testify on April 2, 2014, before the Congressional House Education and Workforce Committee in Washington, DC. It was a great opportunity to address ongoing issues created by state authorization regulations. He was received well and hopes that his testimony will help to alter and improve state authorization requirements. The Congressional Committee conceded that they were appreciative of the feedback, and that they wish to work with the colleges and universities to improve the current system. Dr. Pruitt added that on May 14, 2014, a letter urging the Department to withdraw the draft regulations was sent to Secretary of Education Arne Duncan. The letter

explained to Secretary Duncan that draft regulations were counterproductive to the Administration's goals of improved access, success and affordability in higher education. Most impressive was that it was signed by the Presidents of: Columbia, Duke, Georgia Tech, Harvard, Johns Hopkins, Stanford, University of California, University of Michigan, University of Pennsylvania, University of Pittsburgh, University of Virginia, and Yale. Since the message is now also being relayed from these prestigious colleges and universities, he is hopeful that it will result in a positive response from Washington.

The strategic plan was revisited and reaffirmed at the April planning retreat. The metrics and numbers have been re-examined. Through the planning exercise it was discovered that there were a few inconsistencies with the reported numbers. The complexity of tracking accurate counts comes with our changing monthly enrollment number and the counting methodology that had been in place. As a result, we adopted a new counting methodology effective July 1, 2014 which will consistently provide accurate data. Dr. Pruitt assured the Board that, if in the near future it appears that the enrollment has declined, the fiscal health of the College continues to be excellent. He added that the projected 25 percent enrollment projection is too aggressive. In September the new enrollment growth projection will be reported.

He informed the Board that he was pleased to report that the College was recently awarded nursing scholarships from the RWJ Foundation totaling \$700,000. He also announced that the groundbreaking ceremony for the Nursing Education Center is scheduled for June 19, 2014 at 11:00 a.m. and that Governor Christie is expected to attend the event. Mr. Abbate asked when staff will be able to move in to the new Center for Learning and Technology. Dr. Pruitt indicated that we expect to move at the end of September, 2014.

REPORT OF THE ADMINISTRATION, AUDIT, AND FINANCE COMMITTEE

Mr. Maloney reviewed the information presented at the May 14, 2014 Administration, Audit, and Finance Committee meeting and reported on the College's financial performance and enrollment growth. He reported that the College is having a strong year and is pleased with our continued success. He added that he looks forward to the completion of the Center for Learning and Technology in the fall.

CONSIDERATION OF TUITION FEE INCREASE

Mr. Maloney addressed the proposed fee increase. Mr. Medina asked Dr. Pruitt to comment and added that he is impressed that the College's proposed tuition increase is modest. Dr. Pruitt indicated that we are very sensitive to the effects of the economy and work towards minimizing tuition increases whenever possible so that we continue to be an affordable option for our students, and remain competitive. He added that the competition is tough specifically with more traditional colleges and universities offering flexible online learning opportunities. However, with small pricing increases we will manage to keep the institution financially strong. He added that the increase is actually 1.5 percent annually.

On behalf of the Administration, Audit, and Finance Committee, Mr. Maloney presented the following resolution:

WHEREAS: The "Higher Education Restructuring Act of 1994," Chapter 48 of Title 18A of the New Jersey Statutes requires the governing boards of public institutions to conduct public hearings prior to the date of the adoption of a tuition or fee schedule; and

WHEREAS: The Administration, Audit and Finance Committee of the Board of Trustees held a public hearing at Thomas Edison State College on May 14, 2014, and considered testimony presented; and

WHEREAS: The Administration, Audit and Finance Committee of the Board of Trustees has recommended the approval of the proposed tuition and fee changes to be effective immediately, as indicated on the schedule provided; and

WHEREAS: The action herein taken is pursuant to a recommendation by the President; now, therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College does hereby approve the proposed schedule of tuition and fees as recommended and incorporated herein as referenced, effective July 1, 2014.

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

CONSIDERATION OF BID WAIVERS

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, 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:

- contract with National Student Clearinghouse to offer online transcript ordering and delivery to all College graduates and students with no cost to the College, as the students will pay the Clearinghouse directly;
- contract with Tata Interactive Solutions for creating an interactive course simulation for the College's Non-Profit Management course, NPM-502, at a cost not to exceed \$40,000;
- contract with vendors to supply students with books and other prescribed media via online services, whereby students pay vendors directly;

- use the services of ProctorU to provide online proctoring for course examinations for a one-year contract for FY 2015, at a cost not to exceed \$1,000,000;
- use Digital Dog Direct for advertising and fulfillment services College-wide for FY 2015 at a cost not to exceed \$175,000;
- use PSE&G for the College's utility service at 315 W. State St. and 102 W. State St. in FY 2015, at a cost not to exceed \$75,000;
- contract with Lockheed Martin for a simulation technician to work onsite in the Nursing Simulation Center for a one-year period, 10/1/2014 through 9/30/2015, at a cost not to exceed \$121,000;
- contract with Capital Health for educational services of nurse educators in the Accelerated 2nd Degree BSN Program in FY 2015, at a cost not to exceed \$300,000;
- contract with Dr. Susan O'Brien for consultation in the development of the Doctorate of Nursing Practice Program, at a cost not to exceed \$150,000;
- contract with American Data Bank for background check, licensure, health record, maintenance and other clinical requirements for nursing students, at a cost not to exceed \$60,000;
- contract with Shadow Health for insertion of virtual clinical simulation software into on-line nursing courses, at a cost not to exceed \$60,000;
- use the services of Brandi Granett for technical support for nursing courses, at a cost not to exceed \$100,000;
- use Lockheed Martin for avatar development within nursing courses, at a cost not to exceed \$250,000 in FY 2015;
- continue to use Clarke Caton Hintz for increased scope of work for the Nursing Education Center, at an additional cost of \$150,000;
- continue to use Clarke Caton Hintz for increased scope of work for the renovations to 102 West State Street, as well as the Kelsey Building and Townhouses, at an additional cost of \$100,000;
- use PeopleAdmin for the College's recruitment and evaluation system in FY 2015, at a cost not to exceed \$50,000;
- use MWW Group to tailor a program specific to the College that will maximize our impact on higher education issues and initiatives on the federal level, at a cost not to exceed \$100,000;
- secure a consultant to create a study that determines the impact that the College's expenditures have on the local community and the state of New Jersey, at a cost not to exceed \$40,000;

- engage a consultant as a project coordinator for a grant that will duplicate the Summer Institute/Mentoring Program model in two cities; Paterson and Newark, New Jersey, at a cost not to exceed \$50,000;
- use the ongoing services of Innersync Studio, a vendor that provides website management services related to the College's content management system at a cost not to exceed \$125,000 for FY 2015;
- conduct a usability study for the College website in FY 2015, at a cost not to exceed \$45,000;
- engage a consultant to build and further automate Blackboard analytics reports to support reporting and compliance requirements, at a cost not to exceed \$85,000;
- engage an external quality assurance firm to assist with the development and training of a comprehensive Quality Assurance program across the College in FY 2015, at a cost not to exceed \$50,000;
- support the hiring of a market research firm to assist with market demand and analysis research in support of both institutional efforts and programmatic requests from specific schools and deans, at a cost not to exceed \$75,000;
- engage a Blackboard Analytics consultant to enhance the capabilities of the Blackboard Analytics reporting tool, at a cost not to exceed \$50,000;
- use the services of 8x8 for FY 2015 for an integrated Web-based e-mail and technical support phone system to allow our Office of Military and Veteran Education associate directors and Regional Military Base counselors to take telephone calls wherever they are, at a cost not to exceed \$80,000;
- use the services of a firm to continue development and expansion of the Military Veteran Portal (MVP) to enable prospective and current military, veterans, and dependents to complete computer-based pre-enrollment information with regard to the best degree programs for current College and military credit, at a cost not to exceed \$150,000;
- contract with Ellucian for the College's annual maintenance of the student and financial system in FY 2015, at a cost not to exceed \$900,000;
- use Touchnet for the annual support and hosting of the College's e-commerce vendor in FY 2015, at a cost not to exceed \$500,000;
- use Hyland Software for the annual support of the College's ECM (enterprise content management) system in FY 2015, at a cost not to exceed \$250,000;
- use Parature for the annual support of the College's hosted Help desk application for FY 2015, at a cost not to exceed \$75,000;

- use American Digital for the annual support of the College's ERP (Ellucian) disaster recovery site in FY 2015, at a cost not to exceed \$75,000;
- engage a firm for the annual maintenance costs of the College's network infrastructure equipment, at a cost not to exceed \$200,000;
- engage a firm for the annual maintenance for all Microsoft applications in use at the College, at a cost not to exceed \$200,000;
- use NJEdge for the annual support of a secondary internet connection and a dedicated connection to the College's Disaster Recovery site at Montclair State University for FY 2016, at a cost not to exceed \$100,000;
- use Questionmark to host the College's online testing system supplied by Perception for FY 2015, at a cost not to exceed \$85,000;
- purchase and improve the College's audio/visual system, at a cost not to exceed \$75,000;
- use the services of Embanet/Compass for a three-year contract for after-hours technical support, at a cost not to exceed \$250,000;
- use the services of a vendor to provide support for the College's Learning Management System for FY 2015, at a cost not to exceed \$300,000;
- use an additional \$280,000 (in Carry Forward funds) for targeted marketing efforts in support of the following vertical markets: W. Cary Edwards School of Nursing, School of Business and Management and the School of Applied Science and Technology;
- engage a vendor for targeted marketing efforts for the following vertical markets in FY 2015: Heavin School of Arts and Sciences, School of Applied Science and Technology, W. Cary Edwards School of Nursing, John S. Watson School of Public Service and Continuing Studies, and the Center for the Assessment of Learning, at a cost not to exceed \$760,000;
- use an agency in FY 2015 to manage search engine marketing/keywords (paid search term advertising) and to generate leads from web search engines, microsites and additional e-marketing efforts, as necessary, at a cost not to exceed \$300,000;
- continue to use the services of Oxford Communications for planning, production, media placements, agency account, and creative services through the end of FY 2014, at a cost not to exceed \$1,640,340;
- in anticipation of approval of University status, the College requests authorization to utilize vendors to rebrand the College as a University, through all media channels, publications, direct mail and marketing items, at a cost not to exceed \$1,500,000;

- use Auto-Graphics, Inc., to provide a web-based catalog system for the State Library in FY 2015, at a cost not to exceed \$350,000;
- use OCLC, a worldwide library technology cooperative, for cataloging materials purchased for the State Library's collection in FY 2015, at a cost not to exceed \$75,000;
- purchase statewide database licenses for the State Library for FY 2015, at a cost not to exceed \$2,000,000;
- maintain and support the centralized JerseyConnect statewide library technology system at a cost not to exceed \$700,000 for FY 2015;
- continue the Consortium of User Libraries software maintenance for the Talking Book and Braille Center (TBBC) for FY 2015, at a cost not to exceed \$35,000;
- continue a public awareness campaign to promote the value of public libraries and the services that libraries are providing for New Jersey residents, at a cost not to exceed \$75,000;
- permit TBBC to purchase adaptive equipment to loan to the Commission for the Blind and Visually Impaired clients in FY 2015, at a cost not to exceed \$65,000;
- continue to use the services of E-Rate Central in FY 2015 for the Library to provide e-rate consulting and application support for public libraries that connect to JerseyConnect, at a cost not to exceed \$75,000;
- continue to use Cengage Learning to ensure the Library to expand Career Online High School to additional libraries, at a cost not to exceed \$150,000;
- use the services of George Nicholas to catalogue and manage State Library collections in FY 2015, at a cost not to exceed \$50,000; and
- use Auto-Graphics Inc. to provide authentication services to determine if library users trying to access the statewide databases possess the appropriate privileges in FY 2014, at a cost not to exceed \$43,750

in accordance with the explanation and description of each project as set out in the attached "Bid Waiver Request"; 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: contract with National Student Clearinghouse to offer online transcript ordering and delivery to all College graduates and students with no cost to the College, as the students will pay the Clearinghouse directly; contract with Tata Interactive Solutions for creating an interactive course simulation for the College's Non-Profit Management course, NPM-502, at a cost not to exceed \$40,000; seeks vendors to supply students with books and other prescribed media via online services, whereby students pay vendors directly; use the services of ProctorU to provide online proctoring for course examinations for a one-year contract for FY 2015, at

a cost not to exceed \$1,000,000; use Digital Dog Direct for advertising and fulfillment services College-wide for FY 2015 at a cost not to exceed \$175,000; use PSE&G for the College's utility service at 315 W. State St. and 102 W. State St. in FY 2015, at a cost not to exceed \$75,000; contract with Lockheed Martin for a simulation technician to work onsite in the Nursing Simulation Center for a one-year period, 10/1/2014 through 9/30/2015, at a cost not to exceed \$121,000; contract with Capital Health for educational services of nurse educators in the Accelerated 2nd Degree BSN Program in FY 2015, at a cost not to exceed \$300,000; contract with Dr. Susan O'Brien for consultation in the development of the Doctorate of Nursing Practice Program, at a cost not to exceed \$150,000; use Lockheed Martin for avatar development within nursing courses, at a cost not to exceed \$250,000 in FY 2015; contract with American Data Bank for background check, licensure, health record, maintenance and other clinical requirements for nursing students, at a cost not to exceed \$60,000; contract with Shadow Health for insertion of virtual clinical simulation software into on-line nursing courses, at a cost not to exceed \$60,000; use the services of Brandi Granett for technical support for nursing courses, at a cost not to exceed \$100,000; continue to use Clarke Caton Hintz for increased scope of work for the Nursing Education Center, at an additional cost of \$150,000; continue to use Clarke Caton Hintz for increased scope of work for the renovations to 102 West State Street, as well as the Kelsey Building and Townhouses, at an additional cost of \$100,000; use PeopleAdmin for the College's recruitment and evaluation system in FY 2015, at a cost not to exceed \$50,000; use MWW Group to tailor a program specific to the College that will maximize our impact on higher education issues and initiatives on the federal level, at a cost not to exceed \$100,000; secure a consultant to create a study that determines the impact that the College's expenditures have on the local community and the state of New Jersey, at a cost not to exceed \$40,000; engage a consultant as a project coordinator for a grant that will duplicate the Summer Institute/Mentoring Program model in two cities; Paterson and Newark, New Jersey, at a cost not to exceed \$50,000; use the ongoing services of Innersync Studio, a vendor that provides website management services related to the College's content management system at a cost not to exceed \$125,000 for FY 2015; conduct a usability study for the College website in FY 2015, at a cost not to exceed \$45,000; engage a consultant to build and further automate Blackboard analytics reports to support reporting and compliance requirements, at a cost not to exceed \$85,000; engage an external quality assurance firm to assist with the development and training of a comprehensive Quality Assurance program across the College in FY 2015, at a cost not to exceed \$50,000; support the hiring of a market research firm to assist with market demand and analysis research in support of both institutional efforts and programmatic requests from specific schools and deans, at a cost not to exceed \$75,000; engage a Blackboard Analytics consultant to enhance the capabilities of the Blackboard Analytics reporting tool, at a cost not to exceed \$50,000; use the services of 8x8 for FY 2015 for an integrated Web-based e-mail and technical support phone system to allow our Office of Military and Veteran Education associate directors and regional military base counselors to take telephone calls wherever they are, at a cost not to exceed \$80,000; use the services of a firm to continue development and expansion of the Military Veteran Portal (MVP) to enable prospective and current military, veterans, and dependents to complete computer-based pre-enrollment information with regard to the best degree programs for current College and military credit, at a cost not to exceed \$150,000; contract with Ellucian for the College's annual

maintenance of the student and financial system in FY 2015, at a cost not to exceed \$900,000; use Touchnet for the annual support and hosting of the College's e-commerce vendor in FY 2015, at a cost not to exceed \$500,000; use Hyland Software for the annual support of the College's ECM (enterprise content management) system in FY 2015, at a cost not to exceed \$250,000; use Parature for the annual support of the College's hosted Help desk application for FY 2015, at a cost not to exceed \$75,000; use American Digital for the annual support of the College's ERP (Ellucian) disaster recovery site in FY 2015, at a cost not to exceed \$75,000; engage a firm for the annual maintenance costs of the College's network infrastructure equipment, at a cost not to exceed \$200,000; engage a firm for the annual maintenance for all Microsoft applications in use at the College, at a cost not to exceed \$200,000; use NJEdge for the annual support of a secondary internet connection and a dedicated connection to the College's Disaster Recovery site at Montclair State University for FY 2016, at a cost not to exceed \$100,000; use Questionmark to host the College's online testing system supplied by Perception for FY 2015, at a cost not to exceed \$85,000; purchase and improve the College's audio/visual system, at a cost not to exceed \$75,000; use the services of Embanet/Compass for a three-year contract for after-hours technical support, at a cost not to exceed \$250,000; use the services of a vendor to provide support for the College's Learning Management System for FY 2015, at a cost not to exceed \$300,000; use an additional \$280,000 (in Carry Forward funds) for targeted marketing efforts in support of the following vertical markets: W. Cary Edwards School of Nursing, School of Business and Management and the School of Applied Science and Technology; engage a vendor for targeted marketing efforts for the following vertical markets in FY 2015: Heavin School of Arts and Sciences, School of Applied Science and Technology, W. Cary Edwards School of Nursing, John S. Watson School of Public Service and Continuing Studies, and the Center for the Assessment of Learning, at a cost not to exceed \$760,000; use an agency in FY 2015 to manage search engine marketing/keywords (paid search term advertising) and to generate leads from web search engines, microsites and additional e-marketing efforts, as necessary, at a cost not to exceed \$300,000; continue to use the services of Oxford Communications for planning, production, media placements, agency account, and creative services through the end of FY 2014, at a cost not to exceed \$1,640,340; in anticipation of approval of University status, utilize vendors to rebrand the College as a University through all media channels, publications, direct mail and marketing items, at a cost not to exceed \$1,500,000; use Auto-Graphics, Inc., to provide a web-based catalog system for the State Library in FY 2015, at a cost not to exceed \$350,000; use OCLC, a worldwide library technology cooperative, for cataloging materials purchased for the State Library's collection in FY 2015, at cost not to exceed \$75,000; purchase statewide database licenses for the State Library for FY 2015, at a cost not to exceed \$2,000,000; maintain and support the centralized JerseyConnect statewide library technology system at a cost not to exceed \$700,000 for FY 2015; continue the Consortium of User Libraries software maintenance for the Talking Book and Braille Center (TBBC) for FY 2015, at a cost not to exceed \$35,000; continue a public awareness campaign to promote the value of public libraries and the services that libraries are providing for New Jersey residents, at a cost not to exceed \$75,000; permit TBBC to purchase adaptive equipment to loan to CBVI clients in FY 2015, at a cost not to exceed \$65,000; continue to use the services of E-Rate Central in FY 2015 to provide e-rate consulting and application support for public libraries that connect to JerseyConnect, at a cost not to exceed \$75,000;

continue to use Cengage Learning to ensure the Library to expand Career Online High School to additional libraries, at a cost not to exceed \$150,000; use the services of George Nicholas to catalogue and manage State Library collections in FY 2015, at a cost not to exceed \$50,000; and use Auto-Graphics Inc. to provide authentication services to determine if library users trying to access the statewide databases possess the appropriate privileges in FY 2014, at a cost not to exceed \$43,750.

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

INTERNAL AUDIT – HUMAN RESOURCES

Mr. Stringer reported that the internal audit for Human Resources is the first of five potential compliance audits. The results indicated there were very few minor exceptions that were corrected in January, 2014. There were no actions needed by the Board as this report was for discussion only.

CONSIDERATION OF NURSING EDUCATION CENTER FINANCING

Mr. Medina explained that the College received two cost estimates prior to the RFP bidding process for the Nursing Education Center. The cost estimates were received from two sources and were very close in their estimation.

Dr. Pruitt explained the process for building in New Jersey in that there is much work in the front end of the process prior to the RFP going out for bid. We are required to award the bid to the lowest qualified bidder. The cost estimates we received were \$17 - \$17.5 million and with our previous experience with cost estimations, we were confident of the cost estimate, and requested 75% of the cost estimate for funding the project through the Bond Issue. Eight companies bid on the project and all of them were very close, but the lowest bid was for \$24.5 million, a \$7.5 million increase from what we had originally anticipated.

Dr. Pruitt reported that a review of the bidding documentation shows the additional cost is for foundation and structural work, and not for the building itself. He added that it is apparent the building design is not overly complex or elegant. He went on to state that in previous board meetings we have discussed the College's reserves and debt capacity. Our proposed solution is to finance \$7 million and use some reserves to make up the difference in cost. He added that had we known the true estimate, we would have increased the amount requested through state funding.

Mr. Stringer reported on the analysis and the examination of the targets for us for reserves and debt capacity. He talked about the viability ratio compared to our unrestricted net assets and elaborated on the bids and cost estimation. He added that we can still use some funding from our reserves and finance the remainder at 2.35 percent. Mr. Medina asked about cost overruns and Mr. Stringer indicated most overruns are due to change orders. Mr. Medina asked if we can guarantee that cost without agreeing to pay additional for change orders. Mr. Stringer felt the bid document was tight and Mr. Myers agreed that there sometimes are unforeseeables but it is possible that with a detailed bid document, the unforeseeables may be managed somewhat.

Mr. Maloney presented the following resolution:

- WHEREAS:** On March 1, 2013 the Board of Trustees authorized the College to proceed with the construction of the Nursing Education Center ("Project"); and
- WHEREAS:** The Resolution approving the Project authorized the undertaking, implementation and financing of the Project in a maximum aggregate amount not to exceed \$16,968,000, and authorized designated officers of the College to apply for a grant pursuant to the Building Our Futures Bond Act (P.L. 2012 C.41) (the "Go Bond Act"); and
- WHEREAS:** The College was awarded a grant in the amount of \$12,726,000 pursuant to the Go Bond Act, to be used to finance 75% of the estimated cost of the project; and
- WHEREAS:** The College has advertised and received bids for the construction of the Project, pursuant to the New Jersey State College Contracts Law, N.J.S.A. 18A:64-52 et seq.; and
- WHEREAS:** The cost of the Project has been revised and increased, based on the bids received, necessitating additional funding; and
- WHEREAS:** The President has reviewed the matter and recommends approval for the additional financing that is required to cover the cost of the Project; and
- WHEREAS:** The Board has determined that it is in the best interest of the College and its students to authorize borrowing the amount needed by the College to complete the Project, in accordance with N.J.S.A. 18A:64-6(t); and
- WHEREAS:** The Board has determined that the increased cost of the Project should be financed through tax-exempt financing, consisting of the issuance of tax-exempt bonds or lease obligations by the Educational Facilities Authority ("the Authority") in an aggregate amount not to exceed \$7,000,000 (including financing costs); and
- WHEREAS:** It will be necessary for the College to enter a Lease and Agreement with the Authority and the purchaser of the tax-exempt obligations, which obligates the College to pay amounts sufficient to satisfy debt service; and
- WHEREAS:** The Board wishes to authorize certain officers of the College to determine the form of Tax-Exempt Financing and to execute and deliver all necessary agreements and documents to implement it; now, therefore, be it
- RESOLVED:** That the Board of Trustees hereby approves the financing of the Project in an aggregate amount not to exceed \$7,000,000 (including financing costs). The Board hereby authorizes the President or his

designee to determine the form of the Tax-Exempt Financing which is the most economically advantageous to the College and take all action necessary or beneficial to accomplish the financing of the Project and financing costs; and it is further

RESOLVED: That the Board hereby authorizes the execution and delivery of any and all agreements or documents to implement and finance the Project through the issuance of Tax-Exempt Obligations. The President or his designee is hereby authorized and directed to approve, execute and deliver any and all agreements and documents as are necessary or appropriate to finance the Project through the Tax-Exempt Financing in the name of and on behalf of the College; and it is further

RESOLVED: That all resolutions, orders and other actions of the Board in conflict with the provisions of this resolution, to the extent of such conflict, are hereby superseded, repealed or revoked; and it is further

RESOLVED: That this resolution is a declaration of the official intent of the College that it reasonably expects and intends to reimburse expenditures for costs of the Project paid prior to issuance by the Authority of the Tax-Exempt Obligations, in accordance with Treasury Regulation Section 1.150-2 and that the maximum principal amount of the Tax-Exempt Obligations expected to be issued to finance costs of the Project, including financing costs, and amounts to be used to reimburse expenditures for such costs paid prior to the issuance of the Tax-Exempt Obligations is \$7,000,000.

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

REPORT OF THE ACADEMIC AFFAIRS COMMITTEE

Mr. Abbate reviewed the materials presented at the Academic Affairs Committee for review.

CONSIDERATION OF RETIREMENT OF ASAST AND BSAST AREAS OF STUDY

Mr. Abbate reported that the Academic Affairs committee discussed the rationale for the recommendation to retire the ASAST and BSAST areas of study as approved by the Academic Council. The programs had very low or nonexistent enrollment and the marketplace data indicated low demand for the programs. Both the ASAST and BSAST were scheduled for a major programmatic review. Rather than invest the significant resources required to undertake the review, we are recommending that the programs be retired. He 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 reviewed and recommended the retirement of the ASAST and BSAST Areas of Study 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 ASAST and BSAST Areas of Study effective June 30, 2014, as presented and incorporated herein by reference.

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

CONSIDERATION OF APPOINTMENT OF NEW ACADEMIC COUNCIL MEMBERS

Mr. Abbate presented the following resolution:

The Board of Trustees of Thomas Edison State College does hereby appoint Karen Abate and Sohail Anwar to three-year terms on the Academic Council of Thomas Edison State College. The action herein taken is pursuant to a recommendation by the President of the College.

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

CONSIDERATION OF CANDIDATES FOR DEGREE

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 June 6, 2014, 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. Abbate made, and Mr. Myers seconded, a motion to adopt the resolution. The motion carried unanimously.

CONSIDERATION OF HONORARY DEGREE RECIPIENTS

Mr. Abbate presented the resolution for consideration of Congressman Rush Holt to receive the honorary degree, *Doctor of Humane Letters, honoris causa*, at the September 20, 2014 commencement ceremony. He remarked that Congressman Holt is a remarkable and extraordinary person. Mr. Medina agreed, adding that Rush Holt is also a successful leader, scientist, and supporter of Thomas Edison State College in addition to an advocate for higher education.

Congressman Rush Holt

Mr. Abbate presented the following resolution:

WHEREAS: The Honorable Rush Holt has served as New Jersey's Representative of the 12th district since 1999 distinguishing himself as an active Member of Congress who works tirelessly on behalf of the citizens of New Jersey, and the higher education community, with insight, compassion, dedication, brilliance and a strong voice for his constituents; and

WHEREAS: His distinguished career and insightful leadership as a teacher, Congressional Science Fellow, an arms control expert at the U.S. State Department, and Assistant Director of the Princeton Plasma Physics Laboratory at Princeton University, have resulted in significant positive accomplishments; and

WHEREAS: He has led significant efforts serving on the Committee on Education and the Workforce, Committee on Natural Resources, Select Intelligence Oversight Panel, National Commission on Mathematics and Science Teaching for the 21st Century, the Research and Development Caucus, and numerous Congressional caucuses concerning Children's Environmental Health, Renewable Energy, Sustainable Development, Alzheimer's, Diabetes, and Biomedical Research, among others; and

WHEREAS: He has received numerous awards and citations for his work as a philanthropist, scientist, and educator; and

WHEREAS: He is a staunch supporter of, and advocate for, Thomas Edison State College and a committed, effective, and consistent advocate for educational opportunity in the best spirit of what Thomas Edison State College stands for; therefore, now be it

RESOLVED: That the Board of Trustees of Thomas Edison State College, upon the recommendation of the President, does hereby award Representative Rush Holt 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 20, 2014.

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

Mr. E. Harvey Myers

Mr. Abbate led the discussion and expressed his great appreciation to Mr. Myers for 31 years of service on the Board of Trustees and commended him for his leadership and advocacy efforts on behalf of the College. All members of the Board concurred that the honor is well-deserved.

Mr. Abbate presented the following resolution:

WHEREAS: E. Harvey Myers has served with distinction on the Thomas Edison State College Board of Trustees since 1983; and

WHEREAS: He has been a most dedicated member of the Board of Trustees, serving as its Chair from 2002 to 2004, a member of the Academic Affairs Committee for many years, and is the longest-serving trustee in the history of the College; and

WHEREAS: His 31 years of conscientious work and wise counsel on behalf of the Board of Trustees are worthy of the highest recognition Thomas Edison State College can bestow now; therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College, upon the recommendation of the President, does hereby award E. Harvey Myers 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 20, 2014.

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

REPORT OF THE COMPENSATION COMMITTEE:

Dr. Pruitt reported on the criteria of the recommendation for the managerial salary increase and explained that as we approach the end of the fiscal year, it is time to consider salary increases for managerial staff. He reported that all members of the bargaining unit will be receiving a minimum increase of 1.75%, and two-thirds of those bargaining unit employees will receive an increment averaging 4% in addition to the 1.75%. The bargaining unit employees receiving the 1.75% increase are at their maximum pay range. He reported that in consideration of three factors: the aforementioned increases for bargaining unit employees; private sector and nonprofit salary increases are approximately 3%; and to maintain and stay competitive with the market, he recommends a 3% salary increase for managers who are meeting performance standards. He noted the importance of staying competitive in the market to retain managers who are likely to get courted by search firms, and also that the recommended salary increase is both modest and affordable.

Mr. Medina commended Dr. Pruitt for his management style, adding that he has a competent staff that executes flawlessly, which he credits to hiring strong people and allowing them to flourish.

CONSIDERATION OF MANAGERIAL SALARY INCREASE

Dr. Pruitt presented the following resolution:

WHEREAS: The Board of Trustees of Thomas Edison State College is authorized to determine the compensation of College managerial employees, pursuant to N.J.S.A. 18A: 64-6(h), as well as of State Library employees, pursuant to N.J.S.A. 18A: 73-34; and

WHEREAS: The Compensation Committee of the Board, in accord with its charge, has reviewed the President's recommendation that College and State

Library managers who are meeting performance standards be eligible for a 3% raise; and

WHEREAS: The Compensation Committee has accepted the President's recommendation, and has, in turn, recommended to the full Board that managers who are meeting performance standards at the College and its affiliate, the New Jersey State Library, be eligible for a 3% salary increase, now, therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College does hereby authorize the President to confer a 3% salary increase for eligible managers who are meeting performance standards at the College and the State Library, and that the increase shall be made effective on July 1, 2014.

Mr. Medina made, and Mr. Maloney seconded, a motion to adopt the resolution. The 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 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 College does hereby approve the contract recommendations as indicated on the lists provided and incorporated herein by reference.

Mr. Abbate made, and Mr. Myers seconded, a motion to adopt the resolution. The 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 lists 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 lists provided and incorporated herein by reference.

Dr. Pruitt informed the Board that one of the new appointments is to manage the archives project and added that we still have original documents from the creation of the College. We are formulating the plan and design concept for the College's archives.

Mr. Arndt made, and Mr. Abbate seconded, a motion to adopt the resolution. The motion carried unanimously.

REPORT OF THE NOMINATIONS COMMITTEE

Dr. Pruitt reported that the process for maintaining a board of this caliber is a delicate one and that we have been fortunate over the years to maintain such a fine board. Currently Mr. Maloney's reappointment is pending approval, but is moving through the process and we do not foresee any issues with his reappointment. In addition, we are awaiting notification for Dr. Kemi Alli, who, if approved, will replace Ms. Ida Hammond, and Mr. Frank Clyburn, who currently serves on our Foundation Board of Directors, is also pending approval. Mr. Clyburn will replace Mr. Myers if his appointment is confirmed.

In anticipation of these transitions, Dr. Pruitt would like to recommend Mr. E. Harvey Myers for Trustee Emeritus status effective on the expiration of his term. He noted that Mr. Myers' 31 years of service and outstanding leadership as a trustee meets all of the criteria for said distinction. He added that this is bittersweet, as while we are looking forward to honoring Harvey's remarkable accomplishments and exemplary leadership on the Board of Trustees, we will also miss him dearly.

Dr. Pruitt presented the following resolution:

WHEREAS: Conferral of emeritus/emerita status is an honor that may be granted by the Board of Trustees upon retirement of service to the College; and

WHEREAS: The Board of Trustees is grateful for the past 31 years of service and numerous contributions of E. Harvey Myers and chooses to recognize his extraordinary and significant contributions to the College as the longest-serving trustee in the history of the College; and

WHEREAS: The Board of Trustees may confer emeritus status to a Board member who has served a minimum of 14 years, served in a leadership position of the Board, and who has achieved a record of distinction by being instrumental in developing the Board's vision, strategic directions and policies; and

WHEREAS: The Board of Trustees has determined, upon the recommendation of the President, that E. Harvey Myers deserves this honor; now, therefore be it

RESOLVED: That the Board of Trustees of Thomas Edison State College upon recommendation of the Nominations and Governance Committee confers upon E. Harvey Myers the honorary status of Trustee Emeritus in recognition of his dedicated service to the College.

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

NEW BUSINESS

CONSIDERATION OF 2015 MEETING DATES

Mr. Medina presented the following resolution:

The Board of Trustees of Thomas Edison State College does hereby approve the following meeting dates for FY 2015:

September 12, 2014	-	10:00 a.m.
December 12, 2014	-	10:00 a.m.
March 6, 2015	-	10:00 a.m.
June 12, 2015	-	2:00 p.m.

The action herein taken is pursuant to a recommendation by the President.

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

RECOGNITION OF DEDICATED SERVICE

Mr. Medina presented the following resolution:

The Board of Trustees, President, and staff of Thomas Edison State College wish to heartily thank Ms. Valerie Sampson for her dedicated service as Student Trustee and for her specific and special interest in the growth and development of Thomas Edison State College.

We applaud Ms. Sampson's accomplishments and commend her continued interest in the College, and we look forward to a continuing relationship with her.

Dr. Pruitt commented that Ms. Sampson has represented us very well and thanked her for her service.

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

ADJOURNMENT

There being no further business, Mr. Maloney made, and Mr. Arndt seconded, a motion to adjourn the meeting. The motion carried unanimously.

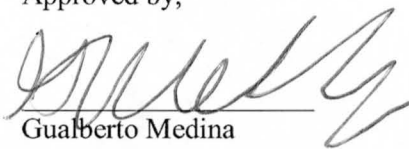
The meeting was adjourned at 3:37 p.m.

Submitted by,

A handwritten signature in black ink, appearing to read "George A. Pruitt", written over a horizontal line.

George A. Pruitt
Secretary to the Board

Approved by,

A handwritten signature in black ink, appearing to read "Gualberto Medina", written over a horizontal line.

Gualberto Medina
Chairperson