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MINUTES

BOARD OF TRUSTEES MEETING

THOMAS EDISON STATE COLLEGE

September 12, 2008

MEMBERS PRESENT: George Pruitt; Marilyn Pearson, Chair; J. Stanley Justice, Vice-Chair; Fred Abbate; Richard Arndt; Nicholas Carnevale; George Fricke; Ida Hammond; E. Harvey Myers; Ritamarie Giosa, Student; and Barbara Hare, Student.

MEMBERS ABSENT: None

ALSO PRESENT: William Seaton, Vice President and Provost; Michael Scheiring, Vice President and Treasurer; Penelope Brouwer, Vice President for Planning and Research; John Thurber, Vice President for Public Affairs; Norma Blake, New Jersey State Librarian; Ann Marie Senior; Jane Letts-Parvese, Auditor; Karen Kryzewski, Auditor; Esther H. Paist, and Linda Vasbinder.

Ms. Pearson officially called the public meeting to order at 10:00 a.m.

SWEARING IN OF STUDENT TRUSTEE

Ms. Pearson presented the following resolution:

WHEREAS: New Jersey state law and the Bylaws of Thomas Edison State College provide for student representation on the Board of Trustees; and

WHEREAS: Said Bylaws specify criteria for the selection of student trustees; and

WHEREAS: The President of the College has certified that Barbara A. Hare meets the criteria; and

WHEREAS: The President of the College does hereby nominate Barbara A. Hare as a student trustee alternate in accordance with the procedures of the Board; now, therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College does hereby elect Barbara A. Hare as student trustee alternate effective September 12, 2008, for a term of one year, followed thereby as student trustee for a period of one year, which shall conclude at the annual meeting of the Board to be held in June 2010.

Mr. Abbate made, and Ms. Hammond seconded, a motion to accept the resolution.

The motion carried unanimously.

Ms. Hare read the oath of office and was congratulated and welcomed by the group.

MINUTES

The Minutes of the June 6, 2008, meeting were presented by Ms. Pearson for approval and adoption.

Mr. Carnevale made, and Reverend Justice seconded, a motion to accept the resolution. The motion carried unanimously.

CONSIDERATION OF FY2008 EXTERNAL AUDIT REPORT

Dr. Pruitt explained the audit process and pointed out the Finance committee acting as an audit committee, will make a final review of the audit before the December meeting. He also pointed out the importance of external review like that done in the audit to validate our practices and management of resources, and he said that he was proud of the excellent results as stated in the audit report. He introduced the auditors, who provided detail on the audit. Auditor Jane Letts-Parvese referred the group to the documents provided and discussed the audit process and findings as outlined there.

She pointed out that increases in College revenue are due to increases in enrollment and increases in tuition. Increases on the Library side are due to the receipt of Knowledge Initiative funding. She mentioned that auditors must now share an audit plan and letter of finding with the Board and management. For Thomas Edison State College this has actually been a standard practice for years. Mr. Scheiring pointed out that the College's significant growth in revenue occurred despite cuts in state funding. We have also increased our operating budget due to growth in enrollment. A Board member asked

about the consistency of success in collecting accounts receivable over the years. In response, Mr. Scheiring pointed out that we cannot be consistently successful due to shifting economic conditions.

Dr. Pruitt presented the following resolution:

- WHEREAS:** It is the policy of the Board of Trustees to subject the College's finances and relevant administrative practices, and the finances and relevant administrative practices of its affiliate, the New Jersey State Library, to an independent audit; and
- WHEREAS:** It is the practice of the Board of Trustees to have said audit reviewed by the Administration and Finance Committee of the Board, acting as an audit committee and reporting its findings and conclusions to the Board; and
- WHEREAS:** In the presence of representatives of the external accounting firm that conducted the audit, the President has certified to the Board of Trustees that said audit contains no significant adverse findings; now, therefore be it
- RESOLVED:** That the Board of Trustees of Thomas Edison State College does hereby receive and accept the final audit report for the fiscal year ending June 30, 2008, as presented and incorporated herein by reference, and to have said audit reviewed by the Administration and Finance Committee of the Board, acting as an audit committee, reporting its findings and conclusions to the Board.

Mr. Arndt made and Ms. Hammond seconded, a motion to accept the audit. The motion carried unanimously.

PRESIDENT'S REPORT

Dr. Pruitt elaborated on events during the first quarter of FY 2009. He pointed out that the state budget for higher education was cut another 10 percent, and that of all state-funded operations, only K-12 education got additional funding. Even municipal aid was cut, and local libraries, among other things, were adversely affected by this. There will likely be another budget deficit next year, especially given the decline in the economy. However, we will continue to fulfill our mission and have plans in place to accommodate the cuts. We have done very well coping with funding cuts in the past due to the good efforts of our staff. We face challenges, as well, as we anticipate dealing with requirements vis-à-vis governance, such as those proposed by Sen. Lesniak.

Dr. Pruitt also reported that we have finally closed on the Kuser Mansion sale. This, of course, will lower our fund balance as we pay for the purchase of the building. We will also be making necessary repairs and doing remodeling in this building. He then discussed NJASCU's efforts to coordinate a public advocacy effort in behalf of the state colleges and universities. The campaign will kick off with a press conference to be held at the College on September 16th.

Dr. Pruitt reported that the College has entered into a partnership with Nova Southeastern University, which will offer doctoral education in New Jersey. This will involve dual admission for students in some of our master's-level courses, and Nova classes will be held on Thomas Edison State College premises. In answer to a question posed by a trustee, Dr. Pruitt elaborated on the high academic quality of Nova and pointed out that they have sites all over the country. Nova's New Jersey focus will be on doctoral degrees for public school administrators. Nova will not compete with Thomas Edison State College, and we have identified areas in which they could work with us. A partnership arrangement is far better for both entities than having us and Nova as competitors. For those participating in the dual admissions program, the doctoral degree will be a Nova degree; the master's degree will be a Thomas Edison State College degree. There will be 3-4 Nova staff housed in the Academic Center, and they will be renting our facilities for certain onsite classes. In response to other questions, Dr. Pruitt pointed out that Edison College in Florida still has a relationship with our College.

In describing accomplishments, Dr. Pruitt added that the College was reaccredited through 2012 by Middle States. Like the audit, this provides an opportunity for external review, which we always welcome. While other colleges were cutting back on programs during the past fiscal year, we offered many new ones. The College was also awarded 30 degree programs for the military, more than any other provider. Our pre-conference Forum for the National Institute was very successful attracting scholars and practitioners in prior learning assessment from as far away as South Africa and the UK. More new courses (90) were developed than in any other year in the College's history. We've completed an extensive review of our Learner Services operation; the School of Nursing's grant was renewed; our Web site was reviewed, providing us with many ideas for improvement; we upgraded and renovated our Datatel system; we completed refurbishment of the Kelsey Building, through extraordinary efforts of the Administrative Services unit; our nursing dean was selected as Nurse Educator of the Year; and State Librarian Norma Blake was selected Librarian of the Year. These qualitative aspects are buttressed by our increases in enrollment numbers. Given the negative higher-education environment in New Jersey, these accomplishments are nothing short of amazing.

In discussing other matters, Dr. Pruitt pointed out that he expects to be in some controversy with the State Ethics Commission, as they do their audits of processes in the public colleges and universities. We are committed to ensuring that we adhere to all ethics laws and best practices. However, some of the procedural issues required by the Ethics Commission are not ones with which we are comfortable. We are working with some of the other state colleges to coordinate efforts to work with the Ethics Commission while maintaining some independence regarding procedure.

Dr. Ann Marie Senior, Director of Institutional Research, then presented information on the year-end numbers. Among other things, these numbers emphasize the need to continue our plan to increase traditional and graduate enrollment, which generate

our best margins of revenue. However, we also need to keep on with attracting students to the contract programs.

CONSIDERATION OF BID WAIVERS

Mr. Fricke outlined the bid waiver process for the edification of our new student trustee and went over information on each item up for bid waiver. Ms. Blake elaborated on the bid waivers relative to Library projects. Mr. Scheiring also explained the discrepancy in the bid waiver amount cited for building renovations, in response to a question asked at the June meeting. He said that various circumstances required additional environmental studies, and there were also issues involving electrical contractors, which added to the cost. That cost is now final. This does not require a new bid waiver resolution, since the original one stated the cost as an approximation. However, after the explanation was provided, the Board adopted the revised number by consensus, with Mr. Arndt making a motion to do that, and Mr. Fricke seconding it. The vote to adopt the revised number by consensus was unanimous.

Dr. Pruitt presented the following resolution:

- WHEREAS:** The "State College Contracts Law," Chapter 64, Title 18A, of the New Jersey Statutes requires that any purchase exceeding \$28,300 must be publicly advertised for sealed bids in the local newspapers; and
- WHEREAS:** Section 5a of the additional article to Chapter 64 Title 18A of the New Jersey Statutes states that the College may waive the bidding procedures by resolution of the Board of Trustees of the College; and
- WHEREAS:** The purchasing policies of Thomas Edison State College approved by the Board of Trustees on October 10, 1986, provide for the granting of categorical prior approval and post reporting to the Board of such purchases; and
- WHEREAS:** Background information on each bid waiver will always be provided in one attached document entitled "Bid Waiver Request"; and
- WHEREAS:** The College is requesting bid waivers to do the following:
- use the services of mentors for the College's Nursing program at a cost that may exceed the bid threshold of \$28,300;
 - acquire Datatel's Active Campus portal for students, staff, and mentors at an approximate cost of \$75,000;
 - publish an Undergraduate Prospectus for 2008-2009 at an approximate cost of \$64,096 for 35,000 pieces;

- publish a Graduate Prospectus for 2008-2009 at an approximate cost of \$34,600 for 15,000 pieces;
- use the consulting services of Bentz Whaley Flessner at an approximate cost of \$90,000 to review the College's database needs in an effort to strengthen its engagement with alumni, donors, advocates, and friends; and
- continue the Consortium of User Libraries software maintenance for the LBH at an approximate cost of \$35,000

in accord 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: use the services of mentors for the College's Nursing program at a cost that may exceed the bid threshold of \$28,300; acquire Datatel's Active Campus portal for students, staff, and mentors at an approximate cost of \$75,000; publish an Undergraduate Prospectus for 2008-2009 at an approximate cost of \$64,096 for 35,000 pieces; publish a Graduate Prospectus for 2008-2009 at an approximate cost of \$34,600 for 15,000 pieces; use the consulting services of Bentz Whaley Flessner at an approximate cost of \$90,000 to review the College's database needs in an effort to strengthen its engagement with alumni, donors, advocates, and friends; and continue the Consortium of User Libraries software maintenance for the LBH at an approximate cost of \$35,000.

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

CONSIDERATION OF CANDIDATES FOR DEGREE

Mr. Seaton pointed out that the group to be certified at this meeting comprises the largest number of graduates in our history. A posthumous degree was also awarded, and the recipient's family will attend commencement.

Ms. Pearson presented the following resolution:

The Board of Trustees of Thomas Edison State College does hereby approve the awarding of the appropriate degrees to those September 12, 2008, candidates indicated 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 Reverend Justice seconded, a motion to adopt the resolution. The motion carried unanimously.

CONSIDERATION OF HONORARY DEGREE RECIPIENT

Dr. Pruitt provided information on Sydney Sussman's life and background. Mr. Sussman is truly a self-made man, who is a successful businessman and philanthropist. He has been an active supporter of the College, and is prototypical of our students in that although he never went to college, he is a true intellectual and self-directed adult learner. He is most deserving of the honorary degree.

Dr. Pruitt presented the following resolution:

WHEREAS: Sydney Sussman, founder of Certified Steel and Nexus Properties, both respected businesses operating in the Trenton area for many years, is an untiring civic activist; and

WHEREAS: He is a visionary entrepreneur who has dedicated his professional life to purchasing and improving industrial and commercial sites with the intention of creating urban renewal in the City of Trenton and the surrounding areas; and

WHEREAS: He is a philanthropist who has given generously of his time and talents and has provided financial support to worthy endeavors in his community; and

WHEREAS: His Nexus Properties has been recognized with the "Distinguished Corporation" Award by the Mercer County Chamber of Commerce; and

WHEREAS: His work has resulted in significant and tangible benefits to our community; now, therefore, be it

RESOLVED: That the Board of Trustees of Thomas Edison State College, upon the recommendation of the President does hereby award Sydney Sussman 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 October 11, 2008.

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

CONSIDERATION OF PERSONNEL ACTIONS

Dr. Pruitt presented the following resolution:

The Board of Trustees of Thomas Edison State College does hereby approve all appointments as indicated on the lists provided and incorporated herein by reference.

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

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

NEW BUSINESS

Committee Chairperson Ida Hammond reported that the nominating committee (comprising Ms. Hammond, Mr. Arndt, and Dr. Abbate) met and nominated Ms. Pearson and Reverend Justice for the Chairperson and Vice Chairperson, respectively.

Upon vote by secret ballot, these individuals were elected unanimously.

ADJOURNMENT

Ms. Pearson made, and Reverend Justice seconded, a motion to adopt a resolution to adjourn. The motion carried unanimously.

CONSIDERATION OF RESOLUTION TO GO INTO EXECUTIVE SESSION

Ms. Pearson presented the following resolution:

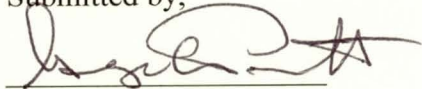
BE IT HEREBY RESOLVED pursuant to N.J.S.A. 10:4-13 and 10:4-12 that the Board of Trustees of Thomas Edison State College hold a closed session at 12:00 noon or immediately following the public meeting of September 12, 2008.

It is expected that the discussion undertaken in closed session will not be made public due to the confidentiality of this matter.

Mr. Carnevale made, and Mr. Fricke seconded, a motion to adopt the resolution. The motion carried unanimously.

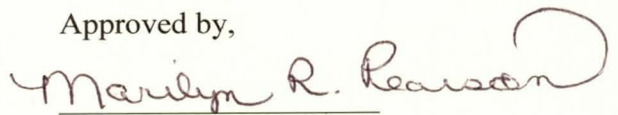
During the Executive Session, which was held to consider the performance and compensation of the President, the Board fixed the compensation of the President at \$281,000 (5% over that provided in the previous year), effective July 1, 2008.

Submitted by,



George A. Pruitt
Secretary of the Board

Approved by,



Marilyn R. Pearson
Chairperson