COMMITTEE MEMBERS PARTICIPATING:
Naomi Cohen, Chair
David Jimenez (telephonic)
Yvette Melendez
Elease Wright (telephonic)

COMMITTEE MEMBERS ABSENT:
Richard J. Balducci

OTHER BOARD MEMBERS PARTICIPATING
Merle Harris

CSCU
Mark Ojakian, President
Alice Pritchard, Chief of Staff
Jane Gates, Provost & SVP, Academic & Student Affairs
Steven Weinberger, Vice President for Human Resources
Ernestine Weaver, Counsel
Erika Steiner, Chief Financial Officer
Michael Rooke, President, NCCC & Chair of the Students First Mgmt. Consolidation sub-committee
Erin Fitzgerald, Associate Director, Board Affairs & BOR Secretary

CALL TO ORDER
With a quorum present, Chair Cohen called the meeting to order at 1:05 pm

APPROVAL OF MEETING MINUTES
On a motion by Yvette Melendez, seconded by Elease Wright, the meeting minutes of October 12, 2017 were approved as submitted.

DISCUSSION – LEADERSHIP STAFF IN NEW COMMUNITY COLLEGE AND M/C CLASSIFICATION & COMPENSATION STRUCTURE UNDER STUDENTS FIRST INITIATIVE
NCCC President Michael Rooke, who also serves as Chair of the Students First Management Consolidation sub-committee, provided an overview of discussions to date, which led to the proposal to merge the twelve colleges into a single institution. President Rooke advised that discussions began in May 2017 and continued throughout the summer leading into October with the culmination of a proposed draft proposal document.
President Rooke added that the proposal document had been reviewed and refined several times (up to 23 versions). Throughout the entirety of the planning process, and to date, priority considerations were:

- how does this benefit the students;
- how do we maintain existing valuable community connections;
- how do we ensure the 12 institutions work as one single institution.

Responsive to an inquiry from Regent Jimenez, President Rooke indicated that several community college systems were reviewed when developing the proposal, all of which had different components: Maine, Ivy Tech/Indiana, Georgia, and Miami/Dade. President Rooke added that in addition to reviewing systems that had been combined, the committees also explored institutions that were always a combined system. Discussions continued concerning the following:

**NEASC requirements re administration staffing.** President Rooke indicated that the three positions required per NEASC standards are Chief Executive Officer, Chief Financial Officer and Chief Academic Officer. The proposed structure addresses those expectations within a regional structure (see Attachment A hereto) permitting campuses to work together in a proximity (geographic) basis.President Rooke also noted the emphasis on enrollment management as being a critical component of the proposed community college.

**Potential Conflicts (Regional President/Campus VP).** Regent Jimenez indicated a need for administration to develop clear protocols to manage and avoid potential conflicts that may arise for individuals who are both a Regional President and a Campus VP. President Ojakian indicated administration would be doing so and discussion continued with additional input from Regent Melendez and Regent Harris adding that they (the Board) needed to have an absolute and clear description of what the proposed positions will entail. Regent Jimenez echoed those comments adding, however, that the Board should not decide the entire structure in too much detail. Rather, he indicated, the Board should be able to “sign off” on a high-level plan for Phase I and Phase II, be comfortable that President Ojakian and his team will flesh out the detail work and not overly micromanage the administrative decision-making.

**Campus budgets.** Regent Harris indicated she wanted to ensure the campuses could operate and have some decision-making authority in terms of their respective budgets.

**Cultural Change/Communication Plan.** Regent Wright asked about plans to engage people in the process and engineering that change, noting there was a need for “buy-in” of the one college model. President Ojakian advised there would be an implementation team and a defined plan for communications, adding that information will be included in the submission to NEASC as part of the timeline steps.

**Developing position descriptions for Regional Presidents/Campus VP, CEO, CAO, and CFO.** VP Steve Weinberger reported that the administration would seek external assistance to develop the job descriptions. This would entail spending time with President Rooke and becoming conversant in the existing and proposed structure, position responsibilities and guidance in slotting them into the M/C classification and compensation structure. Those job descriptions would be brought before the HR & Administration Committee and Board for approval.
DISCUSSION: HIRING POLICY UNDER STUDENTS FIRST LEADERSHIP STRUCTURE

Chair Cohen referenced the Board’s University & College Presidential Search Policy, noting that existing policies and procedures were designed around a system that is going to change. The question before the Committee, she noted, is how does the Board strike the balance of not interfering and micromanaging the CEO/Chancellor in the staffing of the new system yet, at the same time, ensure there is sufficient board engagement.

Discussion ensued with Regent Melendez noting that what may be most appropriate at the outset is development of a temporary measure where the Board is coming in a lot closer on the hiring of senior level positions because it is a new dramatically different structure. That would not be written into policy; however, there should be something “different” that is appropriate for today that gives the Board needed engagement.

Concerns expressed by Regents included:

- The Board's role on the hiring of the senior administrators, not similar to what exists now for presidents (board committee) but, perhaps, with board member(s) serving on a search committee (for those senior positions other than vice chancellor). Committee Chair Cohen asked about the composition of such a committee and whether it would be broad enough to be representative of the community (to include foundation members, faculty, staff and students). President Ojakian advised that he would bring a proposal forward that would address that concern.
- The need to ensure diversity in those positions. There is a need to develop processes to ensure diversity across the system.
- Appointing Authority for Regional Vice Presidents. It was proposed that the Vice Chancellor (in consultation with the Chancellor of the System), be responsible. Committee members felt that there needed to be Board involvement.

At the conclusion of the discussion, President Ojakian informed the Committee that he would get back to the Committee on the hiring policy as it relates to the regional presidents.

It was noted that with the NEASC submission due in March, there would be a need for a special committee meeting (date/time to be determined).

EXECUTIVE SESSION

On a motion by Regent Melendez, seconded by Regent Wright, the Committee voted unanimously to go into Executive Session at 2:40 pm for discussion concerning:

- an update on pending litigation; and
- the appointment or evaluation of public officer or employee

Chair Cohen invited the following persons to remain with the Committee and President Ojakian

Regent Merle Harris
Alice Pritchard, Chief of Staff
Steven Weinberger, Vice President for Human Resources
Ernestine Weaver, Counsel
The Committee returned to open session at 3:18 pm.

Committee Chair Cohen advised there were no votes taken in executive session and that discussion was limited to the topics previously announced (restated below).

- an update on pending litigation; and
- the appointment or evaluation of public officer or employee

ADJOURNMENT

Chair Cohen moved to adjourn; Regent Melendez seconded; upon unanimous vote, the meeting adjourned at 3:19 pm.

Submitted,

Erin A. Fitzgerald, Associate Director, Office of Board Affairs/
Secretary of the Board of Regents for Higher Education
Attachment A:
Proposed Consolidated Community College Structure

Vice Chancellor
CCC
(CEO)

Regional President

REGION 1
Campus  Campus  Campus  Campus

REGION 2
Campus  Campus  Campus  Campus

REGION 3
Campus  Campus  Campus  Campus