

# **CSCU** Board of Regents

## **AGENDA - REGULAR MEETING**

### **EXECUTIVE COMMITTEE**

**10:00 a.m., Thursday, August 24, 2023**

**Conducted Via Remote Participation**

**Meeting will stream live at: [https://youtube.com/live/y4wP\\_wxHIH0](https://youtube.com/live/y4wP_wxHIH0)**

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- 1. Call to Order, Roll Call & Declaration of Quorum**
- 2. Adoption of Agenda**
- 3. Approval of Special Meeting Minutes – June 8, 2023**
- 4. Resolution for Ratification**
  - Interim President Appointments
- 5. Executive Session** - to discuss collective bargaining issues and the appointment, employment, performance, evaluation, health, or dismissal of a public officer or employee
- 6. Adjourn**

**BOARD OF REGENTS FOR HIGHER EDUCATION  
CT STATE COLLEGES AND UNIVERSITIES (CSCU)  
EXECUTIVE COMMITTEE MEETING MINUTES  
THURSDAY, JUNE 8, 2023  
CONDUCTED VIA WEBEX**

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<b>COMMITTEE MEMBERS - PARTICIPATING (Y = yes / N = no)</b>	
JoAnn Ryan, Chair	Y
Richard J. Balducci	N
Ira Bloom	Y
Holly Howery	Y
James McCarthy, Vice Chair	Y
Elease E. Wright	N

**CSCU STAFF:**

Terrence Cheng, CSCU System President  
Pam Heleen, Secretary of the Board of Regents

**CALL TO ORDER**

Chair Ryan called the meeting to order at 10:07 a.m. and, following roll call, declared a quorum of the Committee present.

**ADOPTION OF AGENDA**

Chair Ryan called for a motion to adopt the meeting agenda as submitted; on a motion by Regent McCarthy, seconded by Regent Bloom, the Agenda was unanimously adopted as presented.

**APPROVAL OF SPECIAL MEETING MINUTES**

Chair Ryan called for a motion to approve the minutes of the May 4, 2023 Special Meeting of the Executive Committee; on a motion by Regent McCarthy, seconded by Regent Bloom, the minutes were unanimously approved.

**DISCUSSION ITEM - CSCU System President Title Change**

Chair Ryan provided background and rationale for the change of CSCU System President to CSCU Chancellor. Regent McCarthy reviewed the details of the Staff Report.

- Regent Bloom commented that this change is overdue and absolutely needs to happen. Even in email correspondence, this confusion exists. Regent Bloom supports the change, commenting that this is the standard structure.
- Regent Howery concurred, stating that the staff report is excellent and brings clarity to the structure at a time when clarity is desperately needed. It is a positive move in line with other institutions.
- Regent McCarthy noted that after this is approved, it would be wonderful to realign all other positions at the System Office, as well as future changes to rename the remaining community college presidents to campus CEOs. Regent Bloom agreed.

In discussing the Board Resolution, Chair Ryan requested that the Secretary of the Board read into the record changes already received from the General Counsel's office concerning the second and third "resolved" statements.

- Regent Bloom suggested that the final resolved statement be stated positively. Regent McCarthy noted that we want to make sure that we do not preclude the Chancellor from receiving any salary changes that might come as a result of the regular performance review process. Secretary of the Board noted the suggestion and stated that it would be forwarded to General Counsel for edits.

Regent McCarthy confirmed that the next steps will be to present this for a vote at the full Board meeting on June 28<sup>th</sup> during the Executive Committee's report. A review was provided concerning how any public comment on this issue would be handled. Regent Howery and McCarthy supported the transparency of handling this item in open session.

### EXECUTIVE SESSION

At 10:32 a.m. on a motion by Regent Howery, seconded by Regent Bloom, the Committee voted to go into Executive Session for the purpose of discussion concerning the appointment, employment, performance, evaluation, health or dismissal of a public officer or employee. Chair Ryan announced that no votes would be taken in Executive Session. Chair Ryan directed CSU President Cheng to remain with the Committee in Executive Session.

### ADJOURNMENT

With the conclusion of the Executive Session, Chair Ryan declared the meeting adjourned.

Submitted,

Pamela A. Heleen  
Secretary of the CT Board of Regents for Higher Education

# **CSCU** Board of Regents

## **CT BOARD OF REGENTS FOR HIGHER EDUCATION**

### **RESOLUTION**

Concerning

Ratification of Interim President Appointments

August 24, 2023

**WHEREAS:** Section 5.2 of the Human Resource Policies for Management Confidential Professional Personnel states that “Institution Presidents are appointed by the System President (the Chancellor) who, upon authorization by the Board of Regents, will ... extend temporary appointments for interim Institution Presidents, whose appointment will not exceed one year.”

**WHEREAS:** The Chancellor’s job description authorizes him to appoint interim Institution Presidents between regularly scheduled Board of Regents meetings with subsequent ratification by the Board of Regents.

**WHEREAS:** Pursuant to the Chancellor’s authority, the Chancellor appointed Dr. Dwayne Smith as the Interim President of Southern Connecticut State University effective June 1, 2023, at an annualized base salary of \$335,000.

**WHEREAS:** Pursuant to the Chancellor’s authority, the Chancellor appointed Dr. Manohar Singh as the Interim President of Western Connecticut State University effective August 25, 2023, at an annualized base salary of \$335,000.

**RESOLVED:** The Board of Regents hereby authorizes the Chancellor to extend or renew the one-year (1) term for interim Institutional President appointments as appropriate and necessary, provided that the Chancellor consults with the Executive Committee of the Board of Regents regarding any such interim appointment term extension or renewal.

**RESOLVED:** The Executive Committee of the Board of Regents hereby ratifies the interim appointments of Dr. Dwayne Smith and Dr. Manohar Singh as provided in the respective employment agreements and forwards this Resolution to the full Board of Regents for ratification at the September 21, 2023 meeting.

**To: Board of Regents**  
**From: Terrence Cheng, Chancellor**  
**Re: Interim Institution President Appointments**

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## **SUMMARY**

1. Section 5.2 of the Human Resource Policies for Management Confidential Professional Personnel (“HR Policies”) states that “Institution Presidents are appointed by the System President who, upon authorization by the Board of Regents, will conduct reasonable searches, negotiate offers and appoint Institution Presidents as well as extend temporary appointments for interim Institution Presidents, whose appointment will not exceed one year.”

Clarity is required regarding whether the Chancellor has authority to extend temporary appointments for an interim Institutional President without the “authorization by the Board of Regents” under Section 5.2 of HR Policies. Arguably, the “upon authorization by the Board of Regents” clause only applies to permanent Institution President appointments that require a reasonable search, an offer of a negotiation and a permanent appointment letter. On the other hand, the HR Policies could also be interpreted that the System President must appoint interim Institutional Presidents only “upon authorization by the Board of Regents.” Section 5.2 of the HR Policies, as currently written, is not sufficiently clear on this point.

2. Clarification is also needed on whether current HR Policies include any flexibility for the one-year term limit for interim Institutional President appointments given the foreseeable possibility of having to conduct simultaneous searches for multiple CSU presidents in the near future.

The following is provided to the Board of Regents for historical context and options on how to move forward.

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## **HISTORICAL CONTEXT**

Prior to the June 15, 2022 revision of the HR Policies, the Board of Regents was the appointing authority for all CSU Institution Presidents (as shown below):

### **“5.2 University Presidents**

University Presidents are appointed by the Board. Temporary appointments, as defined in Section 2.13, end on the date specified. Non-temporary appointments are without term and may be terminated by the Board pursuant to Article 8.

### **5.3 College Presidents**

College Presidents are appointed by the Board. Temporary appointments, as defined in Section 2.13, end on the date specified. Non-temporary appointments are for a term of one year or less and expire June 30 of each year. Non-temporary appointments are subject to annual renewal.”

On June 15, 2022, modifications were made to the HR Policies giving the System President (currently, CSCU Chancellor) appointment authority for all CSCU Institution Presidents, including temporary appointments for interim Institution Presidents (as shown below):

#### **“5.2 Institution Presidents.**

Institution Presidents are appointed by the System President who, upon authorization by the Board of Regents, will conduct reasonable searches, negotiate offers and appoint Institution Presidents as well as extend temporary appointments for interim Institution Presidents, whose appointment will not exceed one year. Temporary appointment as defined in Section 2.14, end on the date specified. Non-temporary appointments may be terminated by the System President pursuant to Article 8 unless modified by the terms and conditions which may be provided in an Employment Agreement between the Institution President and the System President, in which instance the Employment Agreement will supersede Article 8 of this policy.”

#### **Authorization**

Since the implementation of the revised HR policies on June 15, 2022, there have been two (2) temporary appointments of an interim Institution President at SCSU and WCSU, which occurred without a written (via a BOR resolution) “authorization by the Board of Regents.” The Chancellor engaged in confidential discussions with the BOR Executive Committee and received verbal authorization. It is important to note that the Chancellor’s job description authorizes him to appoint interim Institution Presidents between regularly scheduled BOR meetings with subsequent ratification by the BOR.

#### **Interim Appointment Term Limit**

There is also a question regarding the practical implications under Section 5.2 related to the one-year term limit for interim Institutional President appointments. Given the foreseeable need to conduct searches for multiple permanent appointments of CSU Presidents, the one-year term limit for interim Institutional President appointments could create circumstances potentially disruptive to each CSU.

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### **RECOMMENDATIONS**

After thorough review, the following steps are recommended to ensure clarity related to the following interim Institutional President appointments:

1. *Interim Appointment of Dr. Dwayne Smith as the Interim President of SCSU:* The addition of a resolution for the August 24<sup>th</sup> Executive Committee meeting agenda, with subsequent ratification at the September 21<sup>st</sup> BOR meeting. Such resolution shall describe the general terms of the appointment and authorize the Chancellor to extend the one-year term limit for interim Institutional President appointments as appropriate and necessary.
2. *Interim Appointment of Dr. Manohar Singh as the Interim President of WCSU:* The addition of a resolution to the August 24<sup>th</sup> Executive Committee meeting agenda, with subsequent ratification at the September 21<sup>st</sup> BOR meeting. Such resolution shall describe the general terms of the interim Institution President appointment and authorize the Chancellor to extend the one-year term limit for interim Institutional President appointments as appropriate and necessary.

It is also recommended that in the coming months, executive leadership should conduct a thorough review of the HR Policies to identify required revisions aimed at ensuring alignment with BOR expectations, improving clarity, and increasing operational efficiency.