



## BOARD OF TRUSTEES

### Minutes

President's Boardroom, Horace Mann Center  
February 15, 2018

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Board of Trustees members in attendance: Chair Steven Marcus, Vice Chair Linda Slakey, Secretary Madeline Landrau and Trustee members Terrell Hill, Robert Magovern, Robert Martin, Lydia Martinez-Alvarez, Kevin Queenin, Edward Sullivan, and Cameron Swan.

Excused absences: Trustee James Hagan.

Dr. Ramon S. Torrecilha, President of Westfield State University, was also present.

Chair Marcus called the meeting to order at 2:00 PM and asked for a moment of reflection to remember the 17 souls brutally murdered yesterday in Parkland, Florida.

Chair Marcus asked for Motions to approve the minutes of previous meetings.

**MOTION** was made by Trustee Magovern and seconded by Trustee Slakey to approve the minutes of the November 29, 2017 Special Meeting of the Board of Trustees. **Motion passed unanimously.**

**MOTION** was made by Trustee Queenin and seconded by Trustee Magovern to approve the minutes of the November 29, 2017 Executive Session.

Chair Marcus stated that these minutes will be disclosed to be transparent to our community. **Motion passed unanimously.**

**MOTION** was made by Trustee Martinez-Alvarez and seconded by Trustee Landrau to approve the minutes of the December 7, 2017 meeting of the Board of Trustees. Trustee Sullivan abstained and the **Motion passed unanimously.**

Chair Marcus welcomed the guests in the room and thanked Trustee Martin for his generosity and commitment to Westfield State and its students by endowing a scholarship for student travel to help enable students to take academic trips throughout the years to come.

Trustee Martin then introduced Dr. Marcia Scanlon, Chair of Nursing and Allied Health, and stated that Dr. Scanlon was instrumental in helping with the planning of the Dr. Nettie Stevens Science and Innovation Center. Dr. Scanlon shared a presentation about the joint Nursing/Psychology trips to Guatemala and said that the program really builds civic engagement and learning in other environments. Dr. Scanlon was joined by Paige Circosta, a 2017 nursing alumna, and Shawn Crowe, a senior psychology major, who talked about their experiences from the trip. The students on the trip build houses, provide water filters, help feed children and evaluate and treat the homeless. Ms. Circosta said she realized how lucky we are here and that going to Guatemala impacted her as a nurse now and has made her a better-rounded person, especially when she sees the homeless here in the hospital setting where she works. Mr. Crowe stated that he enjoyed

the cultural immersion but was surprised to see everyone in Guatemala so happy with so little. No one was ungrateful or sad for their situation, but made the most of what they had.

Chair Marcus recognized the faculty in attendance at the meeting and thanked them for the words they had on the cards they were holding. He stated that this Board of Trustees continues to work hard every day to ensure that our University has everything it needs. He continued that the Board hears what they have to say and that the faculty are always welcome.

Chair Marcus stated that former Trustee Robert Johnson was honored at lunch for his years of service as a Trustee at Westfield State. It was great to spend time with him and his wife, who he met here at the University.

Chair Marcus turned the meeting over to President Torrecilha, who also welcomed the faculty and staff in attendance and said he appreciated their presence and read their messages.

President Torrecilha shared enrollment trends of matriculated fall to spring attrition rates over the last three years. With the bias incidents of last fall, these figures have been monitored. We are still in the range of the last three years and lost students at the same rate as last year, but there were some fluctuations by race and ethnicity. There have been more academic dismissals for first-year students this year, but the number of students admitted last year under a special admit category was also increased.

President Torrecilha stated that in the Governor's State of the Commonwealth given in January, higher education was not mentioned. On March 2, Westfield State is hosting a legislative breakfast in collaboration with Berkshire Community College, Greenfield Community College, Holyoke Community College, Massachusetts College of Liberal Arts, Springfield Technical Community College and UMass Amherst where concerns with higher education can be conveyed to our legislators. President Torrecilha shared a presentation entitled "The Massachusetts Public Higher Education Solution," which will be shown at the legislative breakfast.

Chair Marcus welcomed Stephen Taksar, Vice President of Administration and Finance, to the table. Vice President Taksar introduced Mr. Brad Curley, who gave a presentation on his progress to date in connection with Enterprise Risk Management (ERM) and discussed the roles of both management and the Board of Trustees in Risk Management. Mr. Curley stated that the purposes in ERM are to 1) make it less likely bad things will happen, and 2) make it more likely good things will happen. It is important to have strong academics, strong alumni, and good fundraising. Mr. Curley was very impressed with the level of commitment from the cabinet and said that the next steps are to 1) finalize the Top 10 risk list, 2) identify associated key risk mitigation activities, 3) identify and train "risk champions," 4) assign board level Top 10 risk oversight responsibilities, and 5) manage and periodically report on Top 10 risks. A good resource for the Trustees to read are pages 6 and 12 of the provided article "A Wake-up Call: Enterprise Risk Management at Colleges and Universities Today."

Chair Marcus recognized Academic and Student Affairs Committee Chair Slakey.

**MOTION** was made by Trustee Slakey, seconded by Trustee Sullivan, to approve and adopt the Westfield State University Charter of the Academic and Student Affairs Committee, as presented. **Motion passed unanimously.**

Chair Marcus recognized Finance and Capital Assets Committee Chair Queenin, who stated there was robust conversation in the committee meeting.

**MOTION** was made by Trustee Queenin, seconded by Trustee Magovern, to approve the

FY19 annual tuition and fees schedule for undergraduate and graduate students, as presented. **The Motion passed with one NO vote and nine YES votes.**

**MOTION** made by Trustee Queenin, seconded by Trustee Landrau, to adopt the Westfield State University's Board of Trustees, Finance and Capital Assets Committee Charter, as presented. **Motion passed unanimously.**

Chair Marcus recognized Advancement and Enrollment Management Committee Chair Landrau.

**MOTION** was made by Trustee Landrau, seconded by Trustee Sullivan, to approve the Advancement and Enrollment Management Committee Charter as presented. **Motion passed unanimously.**

Chair Marcus recognized Governance and Nominating Committee Chair Terrell Hill.

**MOTION** was made by Trustee Hill, seconded by Trustee Slakey, to approve the name change of Westfield State University's Board of Trustees *Advancement, Alumni and University Relations Committee* to *Advancement and Enrollment Management Committee*; and to authorize any cross-references to language in this newly approved subcommittee name change to be made in all other Westfield State University publications and to the Board of Trustees Bylaws. **Motion passed unanimously.**

**MOTION** was made by Trustee Hill, seconded by Trustee Landrau, to amend Article V, Section 9, B of the Westfield State University Board of Trustees Bylaws as follows:

Current language:

*B. Responsibilities.* The committee shall (1) provide oversight of university advancement and (2) facilitate board and board member participation in advancement, resource development, and fundraising activities. Committee responsibilities shall minimally include overseeing university advancement plans, goals and projects, monitoring progress toward meeting those goals, and advising the president on matters related to university advancement; considering and recommending fundraising policies and procedures; establishing a Memorandum of Understanding with the Westfield State University Foundation, Inc.; establishing goals for board member participation in charitable giving; and participating in identifying, cultivating, and approaching major donors.

Proposed language:

*B. Responsibilities.* The committee shall (1) provide oversight of university advancement and (2) facilitate board and board member participation in advancement. Committee responsibilities shall minimally include overseeing university advancement plans, goals and projects, monitoring progress toward meeting those goals, and advising the president on matters related to university advancement; considering and recommending fundraising policies and procedures; establishing a Memorandum of Understanding with the Westfield State University Foundation, Inc.; establishing goals for board member participation in charitable giving; and participating in identifying, cultivating, and approaching major donors. With regard to enrollment management, the committee shall (1) provide oversight to enrollment management strategies and plans, and (2) monitor key metrics to help track progress toward the stated goals. The committee shall set minimal

standards for board participation toward assisting enrollment efforts. **Motion passed unanimously.**

**MOTION** was made by Trustee Hill, seconded by Trustee Swan, to approve revisions in Article V, Section 6 (Finance and Capital Assets Committee), Paragraphs A and B, of Westfield State University's Board of Trustees Bylaws, as follows:

Current language:

- A. *Membership.* The Finance and Capital Assets Committee shall consist of at least three voting trustees.
  
- B. *Responsibilities.* The Finance and Capital Assets Committee shall consider and recommend to the board policies and actions regarding the formulation of the operating budget of the University and the establishment of the student activity fee structure, and shall oversee the development and review of long-range plans, and the capital budget for the University. The committee shall also consider and recommend to the board policies and actions regarding the capital planning and development and security of the campus.

Proposed language:

- A. *Membership.* The Finance and Capital Assets Committee shall consist of at least five voting trustees.
  
- B. *Responsibilities.* The Finance and Capital Assets Committee shall consider and recommend to the board policies and actions regarding the formulation of the University's operating budget and the establishment of student fees. The committee oversees the development and review of long-range plans as well as the University's capital budget. The committee shall also consider and recommend to the board policies and actions regarding capital planning, development, and security of the campus. **Motion passed unanimously.**

**MOTION** was made by Trustee Hill, seconded by Trustee Landrau, to adopt the following charter for the Governance and Nomination Committee:

#### **CHARTER**

The Governance and Nomination Committee shall oversee Board member cultivation, recruiting, orientation, mentoring, and annual goal-setting activities. It shall develop strategic cultivation and recruiting plans for prospective Board members that are based on the needs of WSU and its Board. The expectations of the Governor of the Commonwealth, The Board of Higher Education, the students, faculty and staff will all be of the utmost importance.

The Governance and Nomination Committee shall oversee appropriate orientation, mentoring, and annual goal-setting programs to educate new Board members regarding WSU's mission, organization, and operations, and to help all Board members maximize their involvement and effectiveness for WSU. The Committee shall implement practices to evaluate the performance and activities of individual Board members, based on their Annual Statements of Commitment as well as Board Committee assignments.

The Governance and Nomination Committee shall present for nomination a slate of officers

for the full board of Trustees.

The Governance and Nomination Committee shall act upon the recommendations of the board chair regarding the makeup and leadership of standing committees.

Trustee Sullivan questioned the language in the charter about the committee evaluating individual Board members. It was stated that the intent of that language is a self-assessment to be done by all Board members. **There being no further discussion, the Motion passed unanimously.**

There being no further business, Chair Marcus asked for a Motion to adjourn.

**MOTION** was made by Trustee Magovern, seconded by Trustee Hill, to adjourn. **Motion passed unanimously.**

The meeting was adjourned at 3:00 PM.

Attachments presented at this meeting:

- a. November 29, 2017 Minutes of Meeting
- b. December 7, 2017 Minutes of Meeting
- c. Statewide Trustees Conference Agenda March 1, 2018
- d. The Massachusetts Public Higher Education Solution Presentation
- e. Enterprise Risk Management Presentation
- f. ERM Article: "A Wake-up Call: Enterprise Risk Management at Colleges and Universities Today."

**Academic and Student Affairs Committee**

- g. Motion – Academic and Student Affairs Committee Charter
- h. Academic and Student Affairs Committee Charter

**Finance and Capital Assets Committee**

- i. Motion – Schedule of Annual Tuition and Fees (Undergraduate and Graduate)
- j. Schedule of Annual Tuition and Fees (Undergraduate Fees)
- k. Schedule of Annual Tuition and Fees (CGCE Fees)
- l. Schedule of Annual Tuition and Fees (State Comparison of Tuition and Mandatory Fees)
- m. Schedule of Annual Tuition and Fees (CGCE Narrative)
- n. Motion – Finance and Capital Assets Committee Charter
- o. Finance and Capital Assets Committee Charter

**Advancement and Enrollment Management Committee**

- p. Motion - Advancement and Enrollment Management Committee Charter
- q. Advancement and Enrollment Management Committee Charter

**Governance and Nomination Committee**

- r. Motion – Advancement and Enrollment Management Committee Name Change
- s. Motion – Advancement and Enrollment Management Committee Bylaws Change
- t. Advancement and Enrollment Management Bylaw Change-Tracked Changes
- u. Motion – Finance and Capital Assets Committee Bylaws Change
- v. Finance and Capital Assets Committee Bylaw Change-Tracked Changes
- w. Motion – Governance and Nomination Committee Charter
- x. Governance and Nomination Committee Charter