



BOARD OF TRUSTEES

Minutes

President's Boardroom, The Horace Mann Center

October 10, 2019

MEMBERS PRESENT: Chair Kevin Queenin, Vice Chair Edward Sullivan, Secretary Lydia Martinez-Alvarez and Trustees Paul Boudreau, James Hagan, Robert Magovern, Robert Martin and Thalita Neves

MEMBERS EXCUSED: Trustees Hill and Landrau

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

The meeting was called to order at 1:49 PM by Chair Queenin.

MOTION made by Trustee Hagan, seconded by Trustee Sullivan, to approve the minutes of the June 20, 2019 Board of Trustees meeting. **Motion passed unanimously.**

Chair Queenin welcomed Trustees Boudreau and Neves to the first full Board meeting and asked Trustees to attend the DHE Trustees Conference on October 31 if possible.

Trustee Martin gave an overview of the Presidential Evaluation, which has been conducted by the Board three times since President Torrecilha has been at Westfield State. It is typically written by two-to-three Trustees and brought to the Board to review, discuss and approve. The Board of Higher Education (BHE) regulates that Boards should conduct a more comprehensive evaluation every three-to-five years. This year over the summer, it was decided it would be helpful to solicit the services of an external person to collect data from a larger group of community. The Pension Center, affiliated with the American Association of State Colleges and Universities (AASCU), provided us with the name of Dr. John Anderson, former president of Millersville University and Alfred State College, both state institutions. Trustee Martin spoke with Dr. Anderson by phone who indicated he had no professional or personal relationship with President Torrecilha, who also said the same. Dr. Anderson met with over 80 individuals as established by the Pension Center. Jean Beal, Assistant to the Board of Trustees, organized the names. Some names were picked by the title, others were chosen by random numbers. Dr. Anderson also met with representatives from the Foundation and Alumni Association and student leadership. He was presented with a whole range of written documents ranging from the Strategic Plan, prior evaluations, institutional data, and data available from the BHE. Dr. Anderson's task is to reflect back to us what he heard and what his recommendations are. Trustees Martin and Martinez-Alvarez will take the report and draft the Trustees' evaluation in about a month and bring it back to the Board for review and approval.

Chair Queenin stated the Executive Committee met on June 27 to review an Open Meeting Law complaint and that a motion was needed to ratify the actions taken at that meeting.

MOTION made by Trustee Queenin, seconded by Trustee Sullivan, to ratify the Executive Committee's action taken at its June 27, 2019 meeting to delegate to Ruben

and Rudman LLP the task of responding to the June 18, 2019 Open Meeting Law Complaint. **Motion passed unanimously.**

President's Report:

- President Torrecilha welcomed faculty and staff to the meeting, Trustees Boudreau and Neves to the Board, and Dr. Gloria Lopez as the Vice President for Student Affairs.
- The beginning of the year was marked by a tragedy in our campus. A student death on campus is something that we can never prepare for and he thanked community members for assisting each other.
- Institutions of higher education are forced to deal with demographic changes, skepticism about the value of higher education, reduced funding and escalating tuition and student debt.
- Many local colleges and universities have fallen short of enrollment projections. Westfield State did a little better with first-year, first-time students but fell behind on transfer students and had a drop in first-year to second-year retention. The decline will affect the budget and cabinet is developing a plan to address the shortfall in dialogue with the campus.
- Homecoming, Family Weekend and the Open House hosted over 1,500 people on campus.
- The Banacos Center celebrated 40 years, which speaks of the University's commitment to all learners.
- Westfield State continues to be elevated in the community with participation in the Regional Workforce Skills Cabinet, monthly column in *The Republican*, and civic engagement by the campus community, including hosting the Westfield mayoral debate later in the month between two distinguished alumni.
- An update was given on actions being implemented for priorities identified in the Strategic Plan's goals of 1) Student Experience, 2) Enrollment, 3) Culture, and 4) Resources. The report given will be refined and sent to the Trustees. Chair Queenin stated that it is the Board's role to monitor and measure on an annual basis the outcomes of the actions taken to meet the goals. He thanked the committees for following the Strategic Plan in their meeting agendas.

Academic and Student Affairs Committee: Trustee Martin stated that at the committee meeting they received an update on what has happened in the two divisions over the last year. Program review and specialty accreditation were discussed, which will be continued to the December meeting. In two years, there will be a major accreditation for the University and the Board's role is to make sure accreditation is getting done. Trustee Martin also gave a summary of the committee's agenda items for their meetings this year.

Finance and Capital Assets Committee: Trustee Sullivan stated that they had a productive and active committee meeting and invited the investment advisors to the table.

Mr. Robert Quinn and Mr. Duke Laflamme of Eaton Vance Investment Counsel gave a presentation on their investment plan and asset allocation target. It was suggested that Eaton Vance meet with the investment committee quarterly and give a presentation to the full Board annually.

MOTION made by Trustee Sullivan, seconded by Trustee Magovern, to ratify the Executive Committee's action taken at its August 19, 2019 meeting to approve and adopt the updated Westfield State University Investment policy (0430), as presented. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Sullivan, seconded by Trustee Magovern, to ratify the Executive Committee's action taken at its August 19, 2019 meeting to establish an account with Charles Schwab as custodian for Eaton Vance Investment Counsel, and to approve the

transfer of twenty million (\$20,000,000) dollars from Westfield State University's checking account at Berkshire Bank to the newly established Charles Schwab account for investment purposes. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Sullivan, seconded by Trustee Martin, to authorize the voluntary separation incentive program presently before the Board to be offered to the University's eligible members of the American Federation of State, County and Municipal Employees (AFSCME), Association of Professional Administrators (APA), Non-Unit Professionals (NUP), and Non-Unit Classified (NUC) employees. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Sullivan, seconded by Trustee Magovern, to establish a Money Market Account at Berkshire Bank, to approve the transfer of \$20,000,000 into the newly established account from the University's checking account at Berkshire Bank and to authorize the University to transfer funds between the two accounts if necessary. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Sullivan, seconded by Trustee Magovern, to eliminate the Affirmative Action, Equal Opportunity, Diversity Plan, Complaints Against University President Policy (2150) as it is no longer applicable. The provisions of this policy are covered in the Board of Higher Education's Equal Opportunity, Diversity and Affirmative Action Plan Policy (2170) as well as the University's Reporting Violations of Laws, Rules or Regulations (Whistleblower) Policy (0440). There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Neves, seconded by Trustee Sullivan, to eliminate the American Recovery and Reinvestment Act (ARRA) Funds Policy (0520) as it is no longer applicable. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Neves, seconded by Trustee Sullivan, to eliminate the Student Short-Term Loans Policy (0120) as it is no longer applicable.

Discussion: It was questioned what options students have if there is an emergency need. In those cases, Advancement, state funds or grants have been used. In the past, loans were given for the purchase of books before a student's aid came in. Some students do withdraw when the need is greater than the resources. **Motion passed unanimously.**

Advancement and Enrollment Management Committee: Trustee Martinez-Alvarez stated that in the committee meeting they received an update on a capital campaign, philanthropy awareness, opening numbers and new social media plans.

Audit Committee: Trustee Hagan stated that the committee had a good audit report from O'Connor and Drew, several items for information, and five motions.

MOTION made by Trustee Hagan, seconded by Trustee Sullivan, to accept the annual report for fiscal year ending June 30, 2019, as prepared by the university's Administration and Finance Division and to authorize the submission of this report to the State Comptroller's Office, the Massachusetts Department of Higher Education, and the State Auditor's Office, as required by the Massachusetts Department of Higher Education. This annual report includes the Westfield State University FY19 Financial Statements, audited by O'Connor & Drew, P.C.

Discussion: There were some good recommendations in the audit report which were discussed in detail. **Motion passed unanimously.**

MOTION made by Trustee Hagan, seconded by Trustee Martinez-Alvarez, to eliminate the Computer Viruses Policy (0040) as it is no longer applicable. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Hagan, seconded by Trustee Martinez-Alvarez, to eliminate the Equipment/Software Purchasing Policy (0070) as it is no longer applicable. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Hagan, seconded by Trustee Martinez-Alvarez, to eliminate the Identity Theft Prevention Policy (0540) as it is no longer applicable. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Hagan, seconded by Trustee Martinez-Alvarez, to eliminate the Telephone Use Policy (0310) as it is no longer applicable. There being no discussion, **Motion passed unanimously.**

MOTION made by Trustee Queenin, seconded by Trustee Sullivan, to confirm the appointment of Trustee Paul Boudreau as the Chair of the Audit Committee.

Discussion: Procedurally, the full Board needs to vote on this confirmation in accordance with the Audit Committee's charter. **Motion passed unanimously.**

There being no further business, **MOTION** made by Trustee Magovern, seconded by Trustee Martinez-Alvarez, to adjourn. **Motion passed unanimously.**

Meeting adjourned at 2:38 PM.

Attachments presented at this meeting:

- a. Minutes of June 20, 2019

Executive Committee:

- b. Motion – Ratification of directing Rubin & Rudman to Answer Open Meeting Law Complaint of June 18, 2019

Finance and Capital Assets Committee:

- c. Eaton Vance Presentation
- d. Motion – Ratification of Approval of Westfield State University Investment Policy (0430) and supporting documents presented by the Committee
- e. Motion – Ratification of Schwab Investment Account, Fund Transfer and supporting documents presented by the Committee
- f. Motion – Voluntary Separation Incentive Program and supporting documents presented by the Committee
- g. Motion – Money Market Account and supporting documents presented by the Committee
- h. Motion – Affirmative Action/Equal Opportunity/Diversity Plan/Complaints Against University President Policy (2150) and supporting documents presented by the Committee
- i. Motion – American Recovery and Reinvestment Act (ARRA) Funds Policy (0520) and supporting documents presented by the Committee

- j. Motion – Student Short-Term Loans Policy (0120) and supporting documents presented by the Committee

Advancement and Enrollment Management Committee:

- k. Marts & Lundy Presentation

Audit Committee:

- l. Motion – FY19 Audit Report and supporting documents presented by the Committee
- m. Motion – Computer Viruses Policy (0040) and supporting documents presented by the Committee
- n. Motion – Equipment/Software Purchasing Policy (0070) and supporting documents presented by the Committee
- o. Motion – Identity Theft Prevention Policy (0540) and supporting documents presented by the Committee
- p. Motion – Telephone Use Policy (0310) and supporting documents presented by the Committee
- q. Motion – Confirmation of Appointment of Audit Committee Chair