



BOARD OF TRUSTEES

October 11, 2023

Minutes

President's Boardroom, Horace Mann Center

A live stream of the meeting for public viewing also took place on YouTube.

MEMBERS PRESENT: Chair Ali Salehi, Secretary Dr. Gloria Williams, and Trustees Daniel Currier, George Gilmer, Theresa Jasmin, Madeline Landrau, Dr. Robert Martin, Chris Montemayor, and William Reichelt

MEMBERS PARTICIPATING REMOTELY: Vice Chair Melissa Alvarado

MEMBERS EXCUSED: Trustee Paul Boudreau

Also present and participating were Westfield State University President Dr. Linda Thompson, cabinet members Dr. David Caruso, Dr. Michael Freeman, Dr. Kevin Hearn, Richard Lenfest, Jr., Lisa McMahon, Dr. LaRue Pierce, Timothy Rooke, and Stephen Taksar, and Executive Director of Research and Innovation Dr. Lamis Jarvinen.

Chair Salehi called the meeting to order at 4:37 PM. A roll call was taken of the Trustees participating as listed above and it was announced that the meeting was being livestreamed and recorded.

MOTION made by Trustee Williams, seconded by Trustee Currier, to approve the minutes of the September 8, 2023, and the September 19, 2023, meetings.

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

Chair Salehi welcomed those in attendance and watching via livestream. He stated that as chair, he will collaborate with the Board in an open and transparent manner and work closely with President Thompson to move forward the agenda set by the Board. The Strategic Planning Visioning Session showed the Board is in sync with their ideas. There will be continued work on the multi-year financial plan and collaboration with President Thompson to develop key performance indicators (KPIs) and benchmarks to evaluate University and leadership performance. Expectations include the response and follow up on the NECHE report including achievement gaps, equity, data analysis/data-based decision making, targeted use of reserves, and measured investments.

President's Report. President Thompson reported the next steps in the Strategic Planning process are surveys and appointing the committee, working collaboratively to develop a vision for the future. Strategic investments will be made in enrollment stabilization and growth and economic health of the University. A success in guiding the future of the institution was the NECHE reaffirmation of accreditation and many of the early recommendations have been put into motion. Faculty and staff have been working to secure grants

to reinforce and develop programming required to prepare our students for their future and she shared information on many of those grants. Student success stories were highlighted.

Student Trustee Report. Trustee Currier presented the student trustee report as follows:

- The student voice needs to be heard in the potential placement of displaced persons on campus.
- Student engagement in activities has increased and the reestablished Commuter Council has a new lounge and Director of Commuter Programming.
- SGA initiatives include proposing a common hour for student engagement, and Phase I of implementing the preferred/chosen name change is underway.
- The gender-neutral bathroom expansion project has been delegated to the SGA Vice President of Student Equity, and this year Trustee Currier will focus on student employment process centralization.

Parenzo Innovation Hub Presentation. Dr. Jarvinen presented information on the Parenzo Hall innovation hub, explaining the strategic partnership with MakerHealth and the work being done to secure grants and other community and corporate partnerships. Faculty are presenting ideas for using Parenzo space innovatively, some of which include:

- A virtual and augmented reality innovation lab to boost the marketability of our graduates; and
- Developing a WSU Steam Education Professional Development Center for continuing and professional education. STEAM stands for science, technology, engineering, arts, and mathematics.

Governance and Nomination Committee. Committee Chair Melissa Alvarado updated the Board on discussions held in the committee meeting.

Enrollment Management and Student Affairs Committee. Committee Chair William Reichelt updated the Board on discussions held in the committee meeting.

Advancement, Marketing, and External Relations Committee. Committee Chair Dr. Gloria Williams updated the Board on discussions held in the committee meeting.

Academic Affairs Committee. Committee Chair Dr. Robert Martin updated the Board on discussions held in the committee meeting and presented the following motion. The collective bargaining agreement gives the authority grant sabbaticals to the Board but there has been no record of it being delegated to the president. The Board is requesting an annual report of how many sabbaticals were applied for the previous year, how many were awarded, what the cost was, and the outcome for the benefit of the institution.

MOTION made by Trustee Martin, seconded by Trustee Jasmin, to designate to the President the authority to determine whether to grant sabbatical leaves in accordance with the MSCA Day Collective Bargaining Agreement, with the request that the Board receive an annual report at their December or February meeting with a summary of the sabbaticals granted the previous academic year.

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

Financial Affairs and Advancement Committee. Committee Chair George Gilmer updated the Board on discussions held in the committee meeting and presented the following motions approved by the committee. The motion to approve the revisions to the Anti-Bullying Policy (1340) was tabled until after legal review.

MOTION made by Trustee Landrau, seconded by Trustee Currier, to approve and adopt the Westfield State University Board of Trustees Investment Subcommittee of the Financial Affairs Committee Charter, as presented.

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

MOTION made by Trustee Jasmin, seconded by Trustee Landrau, to approve the transfer of \$800,000 from the University's investment accounts with CI Eaton Private Wealth, to the University's operating account at Berkshire Bank, consistent with the University's Investment Policy (0430), FY24 operating budget, and verified with the financial analysis presented at the Investment Subcommittee meeting on July 28, 2023, which is included in today's material. The Investment Subcommittee supports this allocation which will provide funds for innovation initiatives.

And, to approve the FY24 Operating Budget as presented and to authorize the President to make budget adjustments to these funds.

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

MOTION made by Trustee Landrau, seconded by Trustee Currier, to allocate \$2,000,000 from cash reserves to fund the strategic investments as described in the summary presented. Further, the university will provide an update on the status of these investments at the December meeting along with related metrics and potential return on investment. This allocation is above and beyond the final FY24 October budget presented today.
Discussion: The Board requested an interim report before December.

There being no further discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

MOTION made by Trustee Landrau, seconded by Trustee Currier, to approve revisions to the Westfield State University, Board of Trustees, Financial Affairs Committee Charter, as presented.

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

Audit Committee. Committee Chair Theresa Jasmin updated the Board on discussions held in the committee meeting and presented the following motion approved by the committee.

MOTION made by Trustee Landrau, seconded by Trustee Gilmer, to accept the annual report for fiscal year ending June 30, 2023, 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 FY23 Financial Statements, audited by WithumSmith and Brown, P.C.

Discussion: Trustee Currier stated he had a conflict of interest because he was an intern at WithumSmith and Brown, P.C. The state ethics department advised he should abstain from voting on the audit. He had no involvement with the audit of the University or Foundation.

There being no further discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi. Trustee Currier abstained from voting.

Justice, Equity, Diversity, and Inclusion Committee. Committee Chair Chris Montemayor updated the Board on discussions held in the committee meeting and presented the following motion approved by the committee.

MOTION made by Trustee Landrau, seconded by Trustee Currier, to approve the University Justice, Equity, Diversity, and Inclusion statement as presented to the Board of Trustees, acknowledging its significance in advancing our institution's commitment to Justice, Equity, Diversity, and Inclusion.

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

Chair Salehi presented the motion for minor edits to policies.

MOTION made by Trustee Currier, and seconded by Trustee Gilmer, to approve the minor edits made to the following policies, as presented:

Electronic Mail (Email) Policy (0550)

Information Security Policy (0580)

Data Classification Policy (0630)

Remote Access Policy (0620)

There being no discussion, **ROLL CALL VOTE** passed motion unanimously with Trustees voting in the affirmative: Alvarado, Currier, Gilmer, Jasmin, Landrau, Martin, Montemayor, Reichelt, Williams, and Salehi.

Chair Salehi facilitated the following items for discussion, stating that most are a follow-up to the recent Board training on governance from the Association of Governing Boards (AGB).

Board Self Evaluation. The Board needs to evaluate itself and create key performance indicators (KPIs) to determine how effective it is as it takes care of the University.

Board Crisis Management. The University has a crisis management plan, but the Board needs to determine how it would work and what channels would be used in an emergency.

Committee Structure. The number of Board committees and their reporting to the full Board was discussed. One option from the AGB training was to change the structure of the committees to align with the strategic priorities instead of the University's administrative structure. The Board should not be involved with the

detailed operations of the University and needs to determine the right questions to ask. Cabinet could provide one- to two-page summaries.

Efficiency of Meeting Time and Utilization. The Board should think about whether every committee needs to provide an update of its meeting discussion at the full Board meeting. The public could attend or view the committee meetings for details of their work and discussions.

Consent Agendas to Approve Routine Motions. A consent motion was suggested to approve all motions at once to reduce time at the meetings. This would need to be vetted through legal counsel.

Key Performance Indicators (KPIs). It was requested that each committee provide these for measurement in June.

Trustee Alvarado will research what AGB has available for resources and training in crisis management and committee structures and bring it to the next Governance and Nomination Committee meeting.

There being no further business, **MOTION** made and seconded to adjourn.

Meeting adjourned at 6:30 PM.

Attachments presented at this meeting:

- a. Draft Minutes of September 8, 2023
- b. Draft Minutes of September 19, 2023
- c. President's Presentation
- d. Student Trustee Presentation
- e. Parenzo Innovation Hub Presentation

Academic Affairs Committee:

- f. Motion – Designate Authority to President to Grant Sabbaticals

Financial Affairs Committee:

- g. Motion – Investment Subcommittee Charter and supporting document(s)
- h. Motion – FY24 Operating Budget and supporting document(s)
- i. Motion – Strategic Investments and supporting document(s)
- j. Motion – Financial Affairs Committee Charter and supporting document(s)
- k. Motion – Anti-Bullying Policy (1340) and supporting document(s)

Audit Committee:

- l. Motion – FY23 Audit Report and supporting document(s)

Justice, Equity, Diversity, and Inclusion Committee:

- m. Motion – University JEDI Statement and supporting documents

Full Board:

- n. Motion – Approval of Minor Edits made to Policies
- o. Electronic Mail (Email) Policy (0550) with tracked changes
- p. Information Security Policy (0580) with tracked changes
- q. Data Classification Policy (0630) with tracked changes
- r. Remote Access Policy (0620) with tracked changes