KEAN UNIVERSITY BOARD OF TRUSTEES

MINUTES – PUBLIC SESSION

MONDAY, SEPTEMBER 17, 2012

4 p.m. KEAN HALL CONFERENCE CENTER, KEAN HALL

PRESENT: Ada Morell, Chair; Michael D’Agostino, Secretary; Helyn Payne Baltimore, Dr. Thomas Bistocchi, Robert Cockren, Eugene Enlow, Dave Gibbons, Doug Keller, Linda Lewis, Dr. Lamont Repollet; Student Trustee Steven Barandica, Alternate Student Trustee Mario Fernandez, Dr. Dawood Farahi, President; Board Secretary Audrey Kelly

VIA CONFERENCE CALL: John Kean, Jr.

OTHERS PRESENT: Phil Connelly, Dr. Jeffrey Toney, Ms. Janice Murray-Laury, Phyllis Duke, Michael Tripodi, Matthew Caruso, Felice Vazquez, Michelle Freestone

The meeting began at @ 4 p.m.

1. ROLL CALL
Ms. Kelly called the roll and reported a quorum present.

2. STATEMENT OF COMPLIANCE – OPEN PUBLIC MEETINGS ACT
Ms. Kelly read the statement of compliance and reported the meeting had been properly advertised and was in compliance with the Open Public Meetings Act.

Chair Morell requested a motion for approval of each set of minutes referenced above. The motion was made and seconded for each set of minutes; the board approved each set of minutes.

4. CHAIR’S REPORT
Chair Morell welcomed everyone to the Board meeting. She asked each committee chair to give a brief report on their recent meetings. Trustee Enlow reported the Nominating Committee held its annual meeting on August 30, 2012 and would be recommending the following officers: Ada Morell, chair; Michael D’Agostino, vice-chair; Dr. Lamont Repollet, secretary. Trustee Baltimore reported that the Student and University Affairs Committee met on September 14, 2012 and received reports from Student Affairs and University Relations. Trustee Repollet reported on the Academic Programs and Policy Committee meeting, also on September 14, 2012, during which the committee discussed, among other things, personnel actions and amendments to the Program Review Policy, which would be brought to the full Board to consideration today. Trustee Gibbons reported on the September 14, 2012 Legal & Personnel Committee meeting, noting the committee reviewed
personnel actions, bid waivers for legal and professional services, and received briefings on the University's litigation matters and NCAA compliance. Trustees D'Agostino and Enlow reported on the joint meeting of the Finance and Facilities committees, held on September 17, 2012, noting the committee would bring to the Board items related to contract amendments, bid waivers for the library and advertising services, and the annual Cash Management Policy.

Chair Morell then welcomed new trustee Dr. Thomas Bistocchi to his first public meeting of the Kean Board of Trustees. She congratulated and thanked the campus community for their hard work on the Middle States monitoring report. She said she was pleased with the Visiting Team’s recommendations and committed to continuing to work with the campus community to move Kean forward. We must create, facilitate and demonstrate collegiality and respect on campus, she said.

5. **PRESIDENT’S REPORT**

President Farahi reminded the Board and the public that the University this fall had begun its pilot program in China with Wenzhou University and welcomed about 200 students to the university initiative. He introduced Alternate Student Trustee Mario Fernandez, who had just travelled to China with a delegation of Kean students for opening day in China. Mr. Fernandez provided details of the trip and the experience, noting how receptive the Chinese are and how excited the students were to enroll in this program. He said it would be better to tell the story through video, and introduced a video of the group’s travels and experiences in China.

Dr. Farahi said the Wenzhou-Kean program will move forward this year as a pilot with 200 students and 11 faculty, and will be assessed at the end of the academic year to determine if there are any linguistic, cultural or academic challenges. As the program progresses this academic year, the University will pursue proper approvals from the New Jersey Commission on Higher Education and from the Middle States Commission on Higher Education. At the end of year one, the program will be tweaked based on assessment data in preparation for year two, where no more than 500 total students will be enrolled. Dr. Farahi added that if the program is not successful, these students can transfer their credits earned to Kean University, USA or to Wenzhou University.

6. **PUBLIC COMMENTS**

The Board received public comments from Union County College President Dr. Margaret McMenamin, Dr. Patrick Ippolito, Matthew DiRado, Dr. Emily Filardo, Kelly Vence, Susan McKeown, Dr. Kathleen Henderson, Dr. James Castiglione, Joseph Inzatari and Sara Salter. Copies of their comments, where provided, will be filed with these minutes.
9. **RESOLUTION ADVISING THE PUBLIC OF A CLOSED SESSION**
Ms. Kelly read the resolution advising the public of a closed session of the Kean University Board of Trustees on Monday, June 25, 2012. Chair Morell requested a motion to approve the resolution. A motion was made, seconded and the resolution was unanimously approved by the board.

10. **EXECUTIVE SESSION**
The Board entered executive session at approximately 5 p.m. The Board returned from executive session at approximately 7:30 p.m. Trustee Kean participated in person for the executive session and the public session that followed; Trustee Cockren departed after the executive session and did not vote on the resolutions.

11. **REPORT OF THE ACADEMIC POLICY AND PROGRAMS COMMITTEE**
Dr. Repollet, committee chair, reported the APP Committee had met and brings to the full Board the following items for consideration:

   11.1 Personnel Actions—Faculty  
   11.2 Instructor Reappointments  
   11.3 Range Adjustments  
   11.4 Resolution Authorizing Amendments to the Kean University Academic Program Review Guidelines

Motions were made and seconded, and the full Board approved the personnel actions, instructor reappointments and range adjustments.

Dr. Repollet noted the Faculty Senate and Vice President for Academic Affairs had worked together on proposed amendments to the Academic Program Review Guidelines. The issues were discussed in committee and the resolution authorizing certain amendments was now before the full Board. A motion was made, seconded and the Board unanimously approved the resolution.

12. **REPORT OF THE NOMINATING COMMITTEE**
Trustee Enlow reported that the Nominating Committee, which he chaired, met in August to discuss recommendations for Board Officers and membership of the Executive Committee. Mr. Enlow presented the following resolution for Board approval:

   12.1 Resolution of the Board of Trustees Appointing Officers and Executive Committee Members for Academic Year 2012-2013

The resolution was seconded, and unanimously approved by the full Board.
13. **REPORT OF THE LEGAL AND PERSONNEL COMMITTEE**
Trustee Gibbons, committee chair, presented the following resolutions related to bid waivers for legal services, financial services for the Wenzhou-Kean University venture and professional services related to litigation, for board consideration:

13.1 **Professional Services**
- Ernst & Young U.S. LLP: $75,000
- Hill International, Inc.: $75,000
- Hogan Lovells US LLP: $75,000
- McElroy, Deutsch, eta.: $150,000
- Tompkins, McGuire: $100,000
- Office of the Attorney General: $116,000
- DowLohnes PLLC: $225,000

Each resolution was seconded, and unanimously approved by the full Board.

Trustee D’Agostino, chair of the Facilities Committee, reported the committees met jointly, and presented the following resolutions for full Board consideration:

14.1 Resolution Authorizing an Amendment to the Contract Award for Architectural and Engineering Services related to the Design of the Green Lane Project

14.2 Resolution Authorizing an Amendment to the Contract Award for General Construction Services related to the Green Lane Demolition and Site Prep Project

Each resolution was seconded, and unanimously approved by the full Board.

Trustee Enlow, chair of the Finance Committee, reported the joint committee had reviewed the following bid waivers and presented resolutions for each to the full Board for consideration:

14.3 Resolution Authorizing the Waiver of Advertising and Public Bidding for Specified Professional Services for FY2013

<table>
<thead>
<tr>
<th>Library Services</th>
<th>Not to Exceed</th>
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<tbody>
<tr>
<td>OCLC</td>
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<tr>
<td>Ex-Libris</td>
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<tr>
<td>Lyrasis</td>
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<tr>
<td>VALE Consortium</td>
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<tr>
<td>Ebsco Subscription Services</td>
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14.4 Resolution Authorizing the Waiver of Advertising and Public Bidding for Specified Professional Services for FY2013

<table>
<thead>
<tr>
<th>Media &amp; Advertising Services</th>
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<tbody>
<tr>
<td>Clear Channel Outdoors</td>
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<tr>
<td>EFK Group</td>
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<tr>
<td>Philadelphia Media Network</td>
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<tr>
<td>Titan Outdoors</td>
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<tr>
<td>The Star Ledger</td>
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Each resolution was seconded and unanimously approved by the Board.

15. **RESOLUTION RELATED TO THE EMPLOYMENT CONTRACT OF PRESIDENT DAWOOD FARAHU**

Chair Morell presented the resolution, which authorizes a five-year extension to President Dawood Farahi’s employment contract with Kean University. A motion was made, seconded and the Board voted unanimously to approved the resolution awarded the five-year extension.

16. **ADJOURNMENT**

There being no further business before the board, Chair Morell adjourned the meeting at approximately 8 p.m.

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