

BOARD OF TRUSTEES
Special Meeting
November 4, 2020

PRESENT: Trustees Lutts (chair), Zahlaway Belsito, Butts, Cadet, Chisholm, Contreras, DeSimone, Katzman, Lutts, Murphy and Russell. Also present and participating at the meeting were President Keenan and Board Secretary Montague

ABSENT: None

In accordance with the General Laws of the Commonwealth of Massachusetts, Chapter 30A and amended by Executive Order issued March 13, 2020, suspending parts of the Open Meeting Law to allow public remote participation and participation by the public body remotely.

I. **CALL TO ORDER** - Chair Lutts called the meeting to order at 5 pm. He welcomed the Board of Trustees and the thanked the Union Leadership for joining tonight's special meeting on Shared Governance. He welcomed Dr. Steve Reno, who would facilitate the meeting. Chair Lutts stated that as a large institution that serves many first general college and university students and a diverse population we have a shared goal of student success. The purpose of tonight's meeting is to help us understand one another's role in the shared governance process of the university and to communicate clearly and have a frank discussion.

Call to Order

Chair Lutts offered a brief introduction of the union leadership:

Dr. Tiffany Chenault, president of the Salem Chapter of the MSCA She holds a B.A in Sociology from Ohio University and a Ph.D in Sociology from Virginia Tech in which she was the first African-American woman to receive a Ph.D in that department and the first African-American woman to be full professor at Salem State University.

In addition representing the MSCA as vice president of the local chapter, Dr. Joanna Gonsalves B.A., UMass Amherst, Commonwealth Honors Program; Ph.D., Clark University is a Professor of Psychology With generous support from the Boston Foundation and the McCarthy Family Foundation, she has been co-directing the Salem's Next Leaders youth mentoring program, which pairs Salem High students with Salem State student mentors. For eight years she served as an Alderman-at-Large on the Woburn, MA city council and has a long-term commitment to civic engagement initiatives at Salem State.

Association of Administration Professionals (APA) Vice-President, Derek Barr joined Salem State in 1992 and is an instructional technologist at the Center for Teaching Innovation. He assists faculty with instructional design, instructional technology, optimizing Zoom, Canvas and online teaching techniques and solutions. A Salem State alum, he received his B.A. in graphic design and media communication in 1992.

American Federal of State County and Municipal Employees (AFSCME) Steward, Larry Noel joined Salem State in 2003 and is a maintainer on the facilities team. Larry and the facilities team are responsible for the overall cleanliness of the campus and during COVID,

similar to all of our faculty and staff, they have gone above and beyond to ensure the sanitation of our buildings for the safety the Salem State community.

APA President, Mike Pelletier joined Salem State in 2008 and is the business operations manager for central services, business affairs. He administers the university fuel card program and is secondary manager for central services areas. A Salem State alum, he received a B.A. in art + design in 2013.

Chair Lutts then introduced meeting facilitator Dr. Steve Reno who is well acquainted with Salem State University. Steve is professor of religious studies, has served in teaching and administrative positions for over forty years. He is Chancellor emeritus of the University System of New Hampshire and regularly facilitates campus meetings. He has worked with the BOT at several off-site meetings. We are pleased that Steve can be with us tonight.

Dr. Reno indicated that his role as a facilitator was to help the group have a full and frank discussion this evening and to seek clarification of issues and to arrive at some shared understandings.

Dr. Reno added that it would be a terrible understatement to say that we are at a very difficult time in our country in our region and in our state. Polarization is an issue that we all are dealing with in one way or another. The pandemic is an issue that we're dealing with every single day in almost every movement or gesture we make in higher education are buffeted by many, many winds right now. Additionally, there are the challenges of changing demography, increased competition between colleges and universities, it is important to note that students may arrive at college with their own challenges. Many students arrive at Salem State and they are coming as first generation. All of this comes at a time when universities are trying to do the very best they can to serve students and to meet that goal of student success and the governance of institutions is really a shared one and it's an almost unique structure to higher education.

Dr. Reno suggested stating goals for today's meeting:

- To understand the current shared governance structure that is in place and how it is operating
- To agree to trust that process and respect the respective roles of all parties
- To agree on an appropriate way to report on the work of the shared governance

To begin the shared governance discussion University Counsel Rita Colucci provided a primer on shared governance that would give the group a shared knowledge base (see attachment).

Dr. Reno thanked Counsel Colucci for her presentation. He then turned to President Keenan, and asked that in keeping with our goal of understanding the current shared governance structure that is in place and how it is operating, would the president speak on the formation of the Sustainable Path Forward Task Force (SPFTF) and decisions to be made.

President Keenan thanked Dr. Reno and the Board for this important discussion regarding shared governance. He also thanked the union leadership for their participation at the meeting. President Keenan said that shared governance is more important today than ever. The Commonwealth's Commissioner of Higher Education, Dr. Santiago has been in education for some four decades as a faculty member, administrator, and chancellor the commissioner describes the challenges facing higher education today as the most difficult of his professional career.

President Keenan stated that we were aware of challenges before COVID. The pandemic only exacerbated many of the disparities and exposed the fault lines in our operating model today. Salem State like many other institutions is at a twenty-five year historic low in terms of enrollment.

The president suggested that this too didn't happen overnight, but the drop has recently been more precipitous. We also know that the demographic challenge is only going to get worse. Commissioner Santiago suggests that we have at least another decade of these enrollment challenges. Our budget has been strained for years as a result of both declining enrollment and insufficient increases in state support. This is precisely why President Keenan formed the Sustainable Path Forward Task Force. The task force has been charged with the goal of identifying and making recommendations in both reductions and investments to close our structural budget deficit.

President Keenan said that we need to stabilize enrollment and improve student success while also eliminating a structural budget deficit. He thanked both Interim Dean Raminder Luther and Professor Monica Leisey for leading the SPFTF work and all the members who are serving as well as the many others who offered to serve.

The SPFTF membership comes from a cross-section of campus. It covers all areas with representation from each of our unions and non-union employees and the students. We have asked this group to provide their input on how to propose a balanced budget that is sustainable and best supports the delivery of student centered education to ensure that we are here for the years and generations ahead for the students to be able to afford an excellent education enabling them to achieve both professional and personal success.

President Keenan said that he has every confidence that we can solve these problems together and come out stronger. However we must act together for the long term benefit of our institution, our students, and this region. He asked all of the campus community to work together.

Dr. Reno thanked President Keenan for his comments and then asked a few clarifying questions. Who does the committee report to? How do recommendations from the committee get processed and presented to the BOT? President Keenan responded that the SPFTF reports to the two chairs Interim Dean Luther and Professor Monica Leisey and then ultimately to me (the president) and PEC, who will review the recommendations and seek input from the campus. Final recommendations will go before the board in the form of budget recommendations.

Questions followed regarding what would happen if the SPFTF failed to meet the target reductions. Trustee Murphy noted that these are very difficult decisions and some of the faculty did not want to make decisions that impact others on campus. President Keenan responded that there are several variables on the table based on the state budget and with the president in Washington being sworn in on January 20th; however, ultimately he is still responsible for balancing the budget.

Dr. Chenault expressed concern that per the MSCA contract faculty do not eliminate departments or programs. But if that comes up, it has to go through, shared governance, which means it has to go through contract committees to vet out and have a discussion.

President Keenan offered that, as a former general counsel he has all due respect for the MSCA contract and that the administration is not looking to circumvent the process. By adding campus participation to these most difficulty decisions we are seeing additional input. I respectfully disagree with the interpretation of the purpose of the Task Force in regards to the MSCA contract.

Vice President Gonsalves questioned the Task Force process as it allowed for little participation by faculty. She mentioned that it seemed that robust discussions were occurring at the Academic Affairs subcommittee of the Task Force but the faculty were unable to participate.

Trustee Katzman questioned if faculty choose not to participate or make difficult decisions then how can they later criticize the process? He referred to earlier attempts to meet with faculty and chairs. Katzman said that his intention was to share information to inform the future vision of SSU. He stated that the university has a structural problem. It's an issue of declining enrollment and students not enrolling in certain majors and we need to invest in our future. We can't just cut our way to prosperity.

President Chenault offered that she was not aware of the meetings with Trustee Katzman as it was before her tenure as MSCA president.

Trustee Zahlaway Belsito questioned whether the university follows workforce trajectory models and forecasting. President Keenan responded that he sits on the Mass Hire North Shore Workforce Investment Board and that most of the criteria that Governor Baker will award use under Project BOLD is in alignment with the needs of the North Shore, which is really a microcosm of Massachusetts. Health care is the largest employer in the Commonwealth and that is certainly the case on the North Shore. Jobs in health care studies, nursing and occupational therapy and social work are important in this regional and are expected to grow over the next decade. Information Technology is another data point, which is part of Project BOLD. We are looking to make sure that our IT department has the equipment it needs moving forward and the additional flexible labs in the library commons.

Provost Silva added that we have made every effort to grow to the extent possible. Five years ago, we did not have a health care studies major so we added one. Three years ago, we were having issues with our nursing program so we invested in that program and we have seen enrollments grow. Similarly with occupational therapy. We've added a Saturday program in social work and we have added a major in information technology.

MSCA Vice President Gonsalves returned the questioning to the Task Force and said that it might be helpful to open up the process. We aren't on the committees and there are no minutes. Right now there's an opportunity to submit anonymous ideas but we can't participate.

President Keenan addressed the openness of the SPFTF and said that as he had previously mentioned, the chairs have been given complete discretion to operate in the manner that they see fit, along with the consensus and vote of the members of the task force who decided to go through this process first, he added that the committee is gathering data for the first sixty days or so. So they are now reaching out to the campus to find and ask for ideas in student services an academic program and the expectation and the suggestion has been experts would be invited in to talk about these certain recommendations and suggestions and then in the second phase, if you will, of the work. Yes they decided to go and make sure that they have an opportunity to speak frankly amongst each other in a way that enables them to make these difficult decisions without any unintentional ramifications on certain programs across the campus. So it has been run by the chairs.

It is open further beginning to seek this data and they welcome it. And then after they will be going in to I don't call it executive session. But we'll be going into decision making mode in the second half with report coming to myself in the PEC come December 15th.

Trustee Contreras commented that what she was hearing was read distrust and a lack of common language. She wondered how the groups could move forward.

Dr. Reno offered that it may be distrust or a lack of full confidence. He shared that he had talked to many in the group individually and was struck by the commitment and the goodwill of all to the commitment you have to this university's mission and to student success. Another observation he had was that these are hard tremendously difficult times and the university is facing some very, very real challenges.

Dr. Reno added that he believed the group would agree that the university cannot continue to do everything for everyone in the same way. Something has got to change. We are trying to talk across these circles and begin to try to understand one another first and to identify what are the things that you all agree upon.

One, that we want to serve students and that each of you has a role. But we need to clarify what that role is. And if there's something that is going on that looks like it is not consistent with established protocols such as the functioning of the Task Force not interacting appropriately with the governance structure of the institution, then we have to correct that because as long as that misunderstanding or disconnect exists it's very hard to build confidence and in the overall process.

Another is the language that is used. And it's true we do use words and words make a difference and if someone says something in a certain way. It can throw the whole conversation in a different register. The word profitability. We know what it means but it has to be clarified for our conversations. And I would note, Trustee Murphy started with this, that it is hard to make decisions if you are the final decision maker. But it is even very hard to be involved in discussion of what ifs, if you know that thing being discussed will have an effect on people that you know and work within the institution. But it has to be done so the criteria must be agreed upon.

Dr. Reno noted that the history here has created a gap. He harkened back to Trustee Murphy's comment that decisions were hard to make and that the process is not ideal. Also MSCA Vice President Gonzalves concern that meetings are being held in secret. There is distrust that we are acting the same way as ten years ago; however, these are new people and this is a new day. This is a serious effort to move forward.

Concern was expressed by Trustee Katzman and MSCA President Chenault about several discussion that were held between the trustees and faculty chairs that were started and then faltered. Disappointment was shared on both sides.

Trustee Zahlaway Belsito recognized that there does seem to be a lack of trust here; however, she is an optimistic person who recognizes that she wouldn't be where she is in her life today without SSU. Realizing that everyone has their own struggles she wondered aloud how can we move forward together?

Dr. Reno thanked Trustee Belsito for her comments. He asked if it would be fair to say that there is a need for clarification that the structure of how things are getting done is clearly understood and observed as a precondition to having trust in the process overall. In other words, let's agree that this is how things will be done consistent with the contract provisions. That will be the foundation on which we hope we can build trust if the process is observed and if not then that should be communicated.

Dr. Reno questioned what would help build trust from the MSCA's perspective. President Chenault offered that the union would need consistency and to see more from the BOT in terms of advocacy. The BOT would need to advocate more for the MSCA and for more public funding.

Chair Lutts responded to President Chenault's and said the trustees were very committed and questioned her comment. He stated that the board was so committed that at its meeting with the Foundation Board, after the faculty presented and then exited the meeting the BOT remained with the Foundation to approve a \$50 million comprehensive campaign to support the university and that each of the trustees are heavily invested in supporting that campaign. And as had been previously discussed, Trustee Katzman and several of the trustees met with the chairs to address faculty concerns. Trustee Katzman has made himself available several times for individual faculty meetings. Many of the trustees write personal checks to the university but importantly they also hire students and volunteer their time.

President Chenault clarified that there is a difference between fiscal duty and advocacy. It is the board's responsibility to write checks. The MSCA does not see the interpersonal advocacy.

Trustee Zahlaway Belsito stated that she had just spent a campaign bringing attention to the lack of federal funding for higher education. She assured President Chenault that the university president, as a former legislator continues to convey the university's needs to the state's leaders. State Senator Lovely and State Representative Tucker are both graduates of Salem State so the university has excellent representation.

Trustee Russell added that she would like to begin working together and wanted to know how that could happen.

Discussion turned to participation and process of the SPFTF. The task force is made up of a cross section from the campus and there are more faculty members than any other union. It is a representative process with a total of 36 members and faculty are represented. The MSCA had made requests which were declined because the task force's work process is not an open meeting for everyone at the university at this stage. A canvas page has been created by the group. (Note: for clarification purposes the SPFTF minutes were first posted on a shared drive and then realizing that not everyone could access them, were moved to the Canvas site. Minutes were made available by the SPFTF based on when the minutes were completed and vetted by the task force and its subcommittees. As its work progressed, postings continued to be updated by the taskforce on a timely basis.)

Vice President Gonsalves expressed concern that she believed that the president has been unclear and more transparency was needed.

President Keenan responded that he had been clear that retrenchment is on the table, unfortunately. The university's budget is made of seventy percent compensation so that has to be a part of the conversation. A very difficult part of the conversation. One of the other things that was on the table were furloughs and two of the unions on our campus worked out furloughs and shared in the sacrifice and the MSCA refused to come to the table.

Trustee Katzman said that he personally doesn't make a contribution before looking at all of the resources and he was certain that the governor and secretary would do the same before contributing to the university. He put the question to every faculty and staff member, what would you do when you see declining enrollment? How can we grow it?

Dr. Reno thanked the group for meeting and reminded them to try to walk in each other's shoes and think about the university's challenges and try to think of solutions. He thanked President Keenan for his clear communications. He believes the president is being deliberate and forthright in what needs to be done. The trustees believe firmly in the mission of the institution and are passionate about success. Everyone is here because we believe another student is going to get a chance to do something meaningful in their lives.

President Keenan thanked the board and Dr. Reno.

Chair Lutts hoped to expand on Dr. Reno's word and move forward.

ADJOURNMENT — There being no further business to come before the Board and on a motion made by Trustee Katzman and seconded by Trustee Murphy, it was unanimously:

VOTED: To adjourn the meeting at 7:08 pm.

Voting in the affirmative:	Zahlaway Belsito, Butts, Chisholm, Contreras, DeSimone, Katzman, Mattera, Murphy, Russell and Lutts (chair)
Voting in the negative:	None
Absent:	None

* * *

Respectfully submitted,



John Keenan
President



Lynne Montague
Secretary to the Board of Trustees

Taking the Mystery out of Shared Governance

Prepared by:

Rita P. Colucci

What is Shared Governance?

System of decision-making that is unique to higher education and prioritizes inclusion in key areas of institutional responsibility

Source: AGB (Association of Governing Board) Board of Director's Statement on Shared Governance, 2017

Key to Successful Governance Model

Board, Administration and Faculty each knowing, understanding and respecting their own and each others' roles.

Source: AGB Board of Director's Statement on Shared Governance, 2017

Process for participation in decision-making

- Article VII of the BHE/MSCA collective bargaining agreement
- Sets forth roles of president, faculty, administrators and students in the process
- Establishes a committee system of vetting academic matters

Source: Agreement between the Board of Higher Education and the Massachusetts Teacher's Association/MSCA, 2017-2020

Standing Committees of the MSCA Contract

- All University Committee
 - Undergraduate Curriculum Committee
 - Academic Policies Committee
 - Student Affairs Committee
 - Library Advisory Committee
- Graduate Education Council

Source: Agreement between the Board of Higher Education and the Massachusetts Teacher's Association/MSCA, 2017-2020;
Tad Baker,

Board's Role

Fiduciary Duty

- Ensuring that “decisions are made wisely and in the best interest of the institution”

Duties include (but not limited to):

- appoints the president, subject to BHE approval;
- evaluates the president's performance;
- adopts an annual plan of financial operation;
- awards degrees in approved fields;
- grants tenure to faculty;
- Other duties set forth in MGL c. 15A section 22

Sources: MGL c. 15A section 22; President leadership profile document, 2016; AGB Board of Director's Statement on Shared Governance, 2017, p. 4.

President's Role

Serve as the chief executive officer:

- Responsible for ensuring high-quality, student-centered programs
- Strengthen Salem State's financial foundation
- Improve the institution's performance on statewide system goals identified by the BHE/DHE
- Fundraise for the university
- Model and promote civic engagement
- Advocate for public higher education
- Increase engagement in strategic decision processes
- Build trust with the SSU community
- Embrace Salem State's commitment to diversity

Source: President leadership profile document, 2016

Faculty's Role in decision-making

In addition to the work on governance committees:

- Create policies & procedures within their own departments
- Design & propose majors, concentrations, courses
- Revise curricula & courses
- Serve as chairs, running day-to-day administration for their departments
- Serve on search committees for new faculty & administrators
- Serve as evaluators for faculty reappointment, promotion and tenure (department- and university-level)

Committees & Task Forces required by law

- Institutional Research Board for the Protection of Human Subjects (IRB)
- Institutional Animal Care and Use Committee (IACUC)
- ADA / Section 504 Task Force
- University-wide Internal Control Committee

Additional Committees

- Special Committees & Ad Hoc Committees as provided for in the MSCA Contract, including...
 - President's Committee on Diversity, Equity, and Inclusive Excellence
 - Budget Committee
 - Honors Program Advisory Committee
 - University Research Committee

Source: Agreement between the BHE and the Massachusetts Teachers Association/MSCA, 2017-2020