

MEETING OF THE BOARD OF TRUSTEES

April 14, 2021

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

ABSENT: None

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In accordance with the General Laws of the Commonwealth of Massachusetts, Chapter 30A and amended by Executive Order No. , issued March 13, 2020, suspending parts of the Open Meeting Law to allow public remote participation and participation by the public body remotely the Board of Trustees met remotely on Wednesday, April 14, 2021. All votes were taken by roll call.

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I. CALL TO ORDER - Chair Lutts called the meeting to order at 5:03 pm.

Call to Order

II. Consent Agenda - Chair Lutts moved to the first matter of business which was the Consent Agenda. Lutts asked if there was any discussion or modifications, hearing none he then asked if there was a motion. A motion was offered by Trustee Contreras and seconded by Trustee DeSimone, and upon a roll call vote, it was,

Consent Agenda

VOTED: To approve the Consent Agenda of April 14, 2021 (CA-20- 04)

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

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III. Student Focus Segment- Chair Lutts welcomed and introduced student Christian Weiss. Christian is a junior, history major with a secondary education and social science minor. He serves as treasurer of the SGA and plans to pursue his masters at SSU and a career in education.

Christian thanked the board for allowing him to speak at the meeting. The purpose of his talk was to continue the conversation that the board had with the SGA at its meeting a few weeks ago about how to improve communications going into the fall semester. Christian shared that many students had experienced a difficult year while attending classes and working multiple jobs. He suggested that a first step in transparency and communicating better with students would be asking about students about their experiences during Covid. Additionally, he suggested that relations could be improved by informal meetings over coffee and conversations.

Christian noted that students conflicted about the furlough issue and were caught between the faculty and administration. He said that it was helpful to hear that communications were improving. Chair Lutts asked Christian to comment on his experience during Covid and Christian discussed his family's difficulty during the pandemic. He also touched upon how the virtual learning workload had been heavy on students and that may be something to discuss and improve upon in the future.

Chair Lutts thanked Christian for his input and suggested that the conversations between the board and SGA should continue. He also suggested that students should feel welcome at board meetings and should use President Keenan's open office hours.

IV. Committee Action:

Risk Management & Audit – Trustee Contreras introduced the committee's only action which was the approval of the auditors for FY2021. Trustee Contreras read the committee's recommended motion, hearing no further discussion, the motion was moved by Trustee Murphy and seconded by Trustee Russell. Upon a roll call vote, it was unanimously,

VOTED: The Board of Trustees of Salem State University hereby approves both the appointment of O'Connor & Drew, P.C. to perform audit services for FY2021 through FY2023 and the related fees. The cost for FY2021 will be \$78,000 for the base audit plus \$4,500 for each major program (for the federal audit) and \$5,000 for the Massachusetts Office of Financial Student Aid (MOFSA) audit. The MOFSA is performed once every three years. Subsequent years' cost will be increased by 3%. (See attachment A) (RMA-20-01)

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

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V. Chair's Report - Chair Lutts began his report by thanking everyone involved in the NECHE self study. He noted that the tremendous amount of work that had gone into the accreditation process and extended the board's appreciation. Lutts noted that the early feedback from Neche's exit report has been positive and that the board was pleased to hear that the university is moving in a direction to benefit our students. The NECHE Report combined with the Vision for a Sustainable Future will be strong foundation for the next strategic plan.

Lutts noted that the NECHE team had acknowledged the tension that many on campus feel between the university leadership/board of trustees and faculty and all of the financial stresses. In addition the pandemic had exacerbated these matters.

Chair Lutts stated that, disrespect whether intentional or not, has been felt on all sides this year. Lutts admitted that the board was disappointed at the criticism that had been lobbied

Committee
Action:
Risk Mgmt
& Audit-
Approval
Of Auditor
FY21

Chair's
Report

at them and the president by the faculty. He hoped that the eyes of the visiting team would allow us to learn from both the positive and the negatives and provide the opportunity to move forward together. It is time to find common ground and collaborate for the benefit of our students. Lutts suggested that the faculty and administration agreed that students should be the center of all discussed decisions made at the campus.

Lutts then stated that the board was charged by the Commonwealth the fiduciary management of the institution, including the determination of these the establishment of a management policy personnel policy staff services and general business of the institution among our most important responsibilities are the selection of the president with the approval of the Massachusetts Board of Higher Ed and the adoption of an annual plan of financial operation and awarding the degrees and approved fields and the development of the mission statement for the university. All consistent with the Commonwealth's higher education mission as well there are challenges on our campus. And we must come together to address them with the loss of thirty percent of the enrollment over the last decade.

Chair Lutts said that the board was working to control financial stressors on campus and asked for the help and support of the entire community.

VI. President's Report - President Keenan noted that he was having technological difficulties and apologized to those on the meeting. He thanked the campus community for efforts toward the NECHE accreditation. The president thanked several individuals including Provost Silva and Bruce Perry for their dedication to the effort.

President Keenan was extremely pleased with the initial assessments of the NECHE visits. He read comments from NECHE Chair President Bertolino:

Congratulations to all on your outstanding COVID response faculty, staff, and students who are poised to overcome the challenges ahead. Your self study report was outstanding. There is a fierce dedication from all four Salem State in its mission.

The care and concern for your students is palpable you have a strong buy in for the work of diversity, equity, and inclusion. And you are to be commended for your aspiration to become an HSA that is very exciting and a great opportunity. You should leverage bold in the vision for a robust new strategic plan. The faculty are outstanding in passionate, committed to the liberal arts and you should be commended for the robust core curriculum established especially for its flexibility and adaptability. The increase in your four five, six year graduation rates. This past decade are extraordinary.

You have shown strong fiscal management and planning and your I.A. Team is exceptional getting off to a great start for your next campaign. You are clearly committed to transparency and make copious amounts of information available to the campus. You are a vibrant campus community passionate and committed to student success. You have a great deal to be proud of.

President Keenan was pleased with President Bertolino's overall assessment. The concerns regarding shared governance, low moral and declining enrollment must be addressed. He noted that the tension between faculty and administration is impacting our students and this

is a wake up call. That we must work together to and collaborate for our students' success. That's why we're all here. President Keenan committed to work harder to that end.

And I hope you will as well if there is any final takeaway is that we must put our differences aside and go forward together. The final NECHE report is expected is approximately nine weeks.

President Keenan provided the following updates:

On Saturday the Bertolon School of Business held its first annual business pitch competition with 13 finalists. Congratulations goes to the winner Tokyo Washington for her creation of games intended to address issues of racism and social justice as part of the Life Science Consortium of the North Shore.

We held our first ever biotech job fair virtually, of course, with over 100 students from several schools meeting with 12 regional biotech firms, including cell signaling in New England bio lab, just to name a few.

Last Thursday, a Student Alliance hosted a conversation with Judy Shepard mother of Matthew Shepard, who was a gay University of Wyoming student brutally murdered in 1998. Mrs. Shepard talked to us about how we can prevent hate and discuss the Laramie Project which is also being performed by our theater department again, virtually April 20 9th through May 6th.

In closing his remarks, President Keenan again extended thanks to all for the excellent work on the NECHE assessment and visit. He looked forward to working with the campus community to help our students succeed.

Open
Forum

VII. Open Forum

Questions & Topics from the Salem Community – Vice Chair Butts

Chair Lutts introduced the next matter of business which was the Open Forum and explained that the purpose of the forum was to have questions directed at the board and have trustees answer them in the way the board governs and does its job. Lutts explained that it may be helpful to clarify the board's job and role for the community.

Chair Lutts explained that the Board of Trustees act as fiduciaries to act honestly and in good faith to protect the best interests of the Commonwealth of Massachusetts. Salem State University is an asset of the Commonwealth of the state. The board does not manage the assets. The board oversees them. The board has an oversight role and approves and reviews institutional policies.

Lutts then shared a portion of text that came from standard three of the NECHE Self-study Governance report which he felt captured a very good description of the board role

Along with fiduciary duties, the board has broad oversight over the university's strategic direction and its policies, such as its [Equal Opportunity Plan](#), as well as other large-scale initiatives, including the university's fundraising campaigns and website overhauls. Through its approval of the university's annual operating budget, the board sets student fees. It is also responsible for all personnel actions of application to the president.

He highlighted that the board approves the institutional policies and monitors the institutions fiscal condition and approve new major initiatives like BOLD. The Board assures that the university is compatible with the institution's mission and capacity in these policies a developing consultation with appropriate constituencies and they can be in the community, but they can also be part of the University both the board assures that the institution periodically reviews its success in fulfilling the mission of serving students.

Lutts shared that the board makes strategic decisions and confronts unforeseen circumstances, like the pandemic. The board has regular risk management meetings, and reviews and approves audits. The board is also looking at reports and discussing succession planning for the institution's leadership.

The board makes certain that we have a competent and capable president and completes an annual review of the president. Those are just some of the things that the board does in its oversight role of the university. Chair Lutts then turned the meeting over to Vice Chair Butts.

Vice Chair Butts announced that the board received four questions for discussion. The questions were fairly lengthy and the questioners had been asked to participate should clarification be necessary of if the board did not answer the question adequately Chair Butts would respond further.

The first question was multi-part so the first part of the question referred to the purpose of a university education in terms of professional careers versus becoming global citizens and an eye to being ethically minded. Vice Chair Butts responded that it was an excellent question and board understood that the primary purpose of an academic institution is to provide an education. We know that we want to develop critical thinkers who can be called upon to assist with identifying solution to the most complex questions.

We also know that having skills to contribute to society are just as important. And what we will continue to do is to advocate for a holistic learning experience in which students have the ability to be successful in any setting in and beyond the workplace Salem State University students are uniquely positioned to be leaders in a global environment and that is something that we are very proud of. Butts highlighted the fact that we have courses in diversity and multicultural wisdom in our gen ed requirement. This allows us to prepare our students to lead in a global workforce and this also provides a strong liberal arts foundation that contributes to educate the whole student. She reinforced the theme of educating the whole student we understand that it's not about one you know you can have a major. But you really need to be a well-rounded individual to be successful in the global society

The discussion continued with Trustees Chisholm, Murphy, Cadet and Zahlaway, Belsito responding with their liberal arts education and experience and the critical thinking skills and experience that has most helped them.

Chair Butts moved on to the second part of question one which asked the trustees to reflect on their own education. In what ways do you think coursework and the humanities, arts or social sciences may have benefited you personally and professionally. Vice Chair Butts shared her experience growing up in Fort Worth, Texas which is a cultural mecca and where she participated in sports.. Butts said that for a long time she has been part of professional societies and organizations that are focused on social consciousness. And so she fully appreciated the benefit of the humanities and the arts to bring out the most creative elements. As a scientist, she believed that one's surroundings provide lots of information. And

so it's not just looking through a microscope and this speaks to the need for a holistic educational experience. The discussion continued with Trustees Katzman, Mattera and Russell sharing their educational and professional experiences.

Vice Chair Butts then moved to the third part of question one regarding tenure. The question was best responded to by Provost Silva. Provost Silva responded that since June 2020, and at the request of the trustees, the Provost and General Counsel have shared with members of the board information on relevant aspects of the MSCA contract, including how the tenure and promotion process is spelled out in the collective bargaining agreement. Through these informational session, he believed that the trustees have come to understand more clearly that per the contract, decisions regarding faculty personnel actions such as tenure and promotion are not to be based in fiscal considerations; rather, these decisions are to be based on the recommendations emerging from the contractually specified process, which requires evaluation and recommendations by the candidate's department, the candidate's chairperson, the candidate's dean, the appropriate university committee, the provost, and the president.

Provost Silva said that he believed that the trustees would return to their practice of having the Academic Affairs and Student Life committee vote upon a recommendation to the full board May 26, 2021 followed by a vote of the full board two weeks later June 9, 2021.

Vice Chair Butts then moved to the second question which asked about trustees examining flow sheets. This was another question best responded to by Provost Silva who responded to the inquiry. Provost Silva responded that he had no reason to believe – or to expect – that the university's Trustees would review academic details such as undergrad flowsheets and graduate plans of study. Consideration and action on curricular matters fall squarely within the scope of responsibility for SSU's faculty and academic leadership.

As for the number of electives course necessary that a student must successfully complete to earn a total of 120 credit for an undergraduate degree, the number varies. The number of electives depends on the student's choices regarding a major, a second major, a minor, etc. As has been common practice for year, the shared governance process addresses the potential for impact that changes in one department can have on another department. Any adjustments to the curriculum recommended by faculty in an academic department must take into account potential implications for all other departments. Doing so assures congruence across the institution, thereby ensuring that students are not inadvertently impeded as they make timely progress toward their degree.

The courses offered across the campus very frequently have students taking them for various reasons – as general education classes or perhaps support courses – and as electives. This won't change. The portfolio of offerings, however adjusted going forward, will always provide options for students to engage in the kind of intellectual and personal explorations that make electives an important – and often fun and exciting – part of the journey toward a baccalaureate degree.

Vice Chair Butts then moved to question three which asked what was being done to address the growing number of students struggling with basic needs insecurity and those students who are SNAP eligible. Dean Panzella responded to the question and shared that fifty-nine percent of our students at Salem State reported some degree of food insecurity and previous surveys have shown that Fitchburg State University students have a higher level of housing

and food insecurity compared to our other Massachusetts State University just to demonstrate that we know our students are in need. She then shared some things that we have been working on to alleviate the issue.

The university has had a campus food pantry since 2017. Students used a crowdfunding platform to raise funds to support food. We added an Amazon wish list to fill the student needs from our community. There's really not much more room for food but we will take it. And we will store it so that we can provide it to our students.

We have a partnership with Salem Pantry and a mobile market on campus from 10:00 a.m. to 12:00 p.m. every Wednesday and we know what students are Snap eligible. About 3,000 of our students all qualify and they receive an email message to say that they're qualified for this and helping them get those resources that they need.

We have two housing pilots that provide students with eighteen months of housing at a time, which also include a full meal plan. First one is North Shore Community College and Salem State Partnership and the second one is a partnership with Lynn Housing Authority and Neighborhood Development. We have emergency funding and we have used quite a bit of it over this last year during the pandemic. A significant amount comes from private ownership and then we're also looking to folks for Viking Warrior Day this year.

In addition, Student Life has created a case manager position because some of those resources are wonderful, but unless they are accessible to students or have someone help them navigate those resources. They're not always accessible. The case manager helps each student navigate those resources and works with our financial aid department, our residence life department and dining to help each student get access to their food and housing needs. And lastly, the Department of Higher Education (DHE) is working on advocacy and support around this. They've created the Hunger Free Campus Coalition and really it's quite a few things that we're already doing. But really ensuring that each campus is focused on this issue as it's become a national situation and really important to us.

Vice Chair Butts then moved to the last question which asked whether the board would commit SSU to engaging and investing as deeply in our region's environment, history, art and civic life as in our region's economic development. If so, was the board willing to keep Cat Cove open, to support projects, program, and curricula tied to Salem's rich history and literature, and to form and fully support partnerships with such groups and the House of the Seven Gables, El Punto Urban Art Museum and Center for Native American Awareness.

Rita Colucci responded regarding Cat Cove and said that since the mid-1990's Cat Cove has served as the Northeastern Massachusetts Aquaculture Center (NEMAC) for the Commonwealth. At the time of its conception, the state funded NEMAC with a robust annual appropriation. Since that time, the appropriation has dwindled, resulting in a 2020 appropriation of \$12,500. Keeping the facility open in future years is estimated to cost over \$150,000 annually. This amount does not take into consideration the \$1.5M in deferred maintenance identified for Cat Cove by a 2018 DCAMM Sightlines report.

While research projects associated with Cat Cove are largely funded with external grants, SSU cannot continue to subsidize the Cat Cove facility as it has in the past. As a result, the Cat Cove facility will be scheduled for closure effective August 31, 2021. Where possible, and if desired, the research activity conducted by SSU faculty and staff, such as the offshore, longline blue

mussel farm project in Gloucester, will be relocated. Details about the closure of this facility will be developed over the course of the spring 2021 semester.

Executive Director Cynthia Lynch remarked that this was a wonderful question and that SSU is fully committed to explore and engage with the history and culture of our region. In addition to the university's commitment to economic development, SSU is focused on adapting to society's ever-changing needs. Just last month SSU issued a grant to research and implement practices, pedagogy and programming for anti-racist community engaged teaching that is student ready and builds on the cultural wealth of our students and community members. Living in a diverse and inclusive community helps build students' self-esteem and social capital. We are excited to facilitate asset based civic engagement opportunities with faculty and students across the disciplines students also benefit from opportunities outside of the classroom through internships practicum experiences and volunteer opportunities with many local business and nonprofit partners through throughout Berry Institute of Politics.

Civic Engagements funded research internship stipends for students in the areas of sustainability, public history, public safety, immigration, health care, climate change and animal rights. Employers value our graduates because their cultural competency skills and ability to work effectively in teams. In addition, the wage and benefits for many faculty administrator and staff volunteers serve our nonprofit and municipal boards and commissions related to the area's interests and expertise as evidenced by our seed of the Carnegie community engagement classification. This past year a commitment to the betterment of the region is clear and longstanding.

The economy self-study included 10 in-depth interviews with net and now it is fun community partners who span our region and address diverse social, political, economic, and environmental issues through the self-study. We learned that every single academic department at Salem State participates in some form of civic engagement, including research, internships, and program development with only forty percent of institutions receiving Carnegie Salem states commitment to our community and region is deep authentic and reciprocal and it continues to grow. Over the last year Salem state, along with partners at North Shore Community College Northern Essex and Merrimack convened a group of community partners to develop a regional civic engagement agenda that helps campuses remain accountable for receiving the classification and leverages it to strategically develop an infrastructure to move regional social, cultural, economic priorities.

As many of you know the center for Civic Engagement serves as the nexus for community-based initiative civic learning and public engagement and is responsible for developing and supports programs that connect SSU to students, faculty, staff, and alumni to the greater community. With this mission. We really seek to strengthen our faculty and staff capacity to come to collaborate with our community partners and address the regional, local, national, and global public problems and to also include public problem-solving components and advocacy in curriculum. We also aim to foster students leadership skills for the purpose of civic participation and social change.

We actively work to create and sustain community partnerships with organizations across the North Shore through events like semi-annual breakfasts networking socials community collaboration events and the center's community partner advisory Board. The unity supports that engages with our part in variety of ways including service community engaged courses advocacy faculty professional development and recognition of civic newly civically engaged work. We have built strong ties and connections to the community, including the following

organizations, the Danvers Historical Society, the New American Association of Massachusetts, Massachusetts History Alliance, National Park Service, Hamilton Hall, Essex Heritage Commission, Marblehead Little Theater, Salem Sound Coastwatch, the Mass Department of Environmental Protection, City of Salem Board of Health and Food Policy Council, Roots Youth Program Collaborative.

Lynch continued naming programs with the Boys and Girls Club, North Shore CDC, House of the Seven Gables for Education, Math Mass, Vote North Shore Alliance of LGBTQ Plus, Youth What Works and many, many more but I hope this was helpful, and answers the question.

Vice Chair Butts thanked Executive Director Lynch and thanked the questioner for submitting the inquiry.

VIII. Old Business

Revised Board of Trustees Self-evaluation – Trustee Mattera shared that the Governance Committee met on March 29th to discuss how the board had used it self-evaluation tool in prior years and understand how we can better use it to engage with various constituencies and the Open Forum may be an example of the direction that the board is moving in. Mattera shared that the committee discussed how we might use the survey and there was some consensus on the committee level that we utilize the board’s off-site meeting as a way to engage each other, perhaps with a facilitator. Trustee Butts should be given credit for notion that the board review not just the binary notion of are we doing well or poorly but to encourage commentary on how can we improve. In the materials is a copy of the revised survey. There was a question of how and when the survey would be distributed and it was determined that the board secretary would distribute the survey so that the results could be reviewed at the board off-site meeting, as has been the board’s practice.

Chair Lutts asked if there was any discussion or modifications, hearing none he then asked if there was a motion. Trustee Chisholm offered the motion, Trustee Butts seconded, upon a roll call vote, it was unanimously,

VOTED: The Board of Trustees of Salem State University hereby approves the revised self-evaluation as presented. (See attachment B) (OB-20-01)

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

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**IX. New Business
Salem State Campus Naming Opportunities**

Central Campus/Harrington – Trustee DeSimone introduced the next matter that in honor and recognition of the late President Emerita Nancy D. Harrington’s ’60, ’63G, ’10H 51-year

Old Business:
BOT
Revised
Self-Evaluation
Approval

New Business:
Salem State
Campus
Naming
Opportunities –
Central
Campus/
Harrington

career at Salem State University, culminated in 17 years as the first woman and first graduate to serve as president, to name Salem State University's Central Campus the Nancy D. Harrington Campus. The naming recognizes Dr. Harrington's commitment to expanding Salem State University physically as well as intellectually having overseen the acquisition of the former Sylvania/GTE site today comprises the university's Central Campus.

The Sylvania Lighting Plant is the most obvious symbol of President Harrington's impact on the university and it stands to reason that central campus would be named after Nancy Harrington.

Trustee DeSimone read the motion, hearing no further discussion. The motion was offered by Trustee Lutts, and seconded by Trustee Murphy and upon a roll call vote, it was unanimously,

VOTED: The Board of Trustees of Salem State University hereby approves the naming of the University's Central Campus as the Nancy D. Harrington Campus, in keeping with the "Naming Opportunities and Gift Recognition Policy". (NB-20-04)

Voting in the affirmative: Zahlaway Belsito, Butts, Cadet, Chisholm, Contreras, DeSimone, Katzman, Mattera, Murphy, Russell and Lutts (chair)

Voting in the negative: None

Absent: None

Lobby of the Frederick E. Berry Library & Learning Commons/Feeley – Trustee Zahlaway-Belsito introduced the next matter that in honor and recognition of the late Thomas M. Feeley's '68 visionary philanthropy and extraordinary volunteer service to his alma mater, to propose naming the lobby of the Frederick E. Berry Library & Learning Commons the Thoms M. Feeley '68 and Joan M. Feeley Lobby. This naming opportunity recognizes the Feeley's commitment and support of Salem State University's nearly \$1 million mostly designated for unrestricted support, along with his generosity in sharing time, talents. To that end, Mr. Feeley was a tireless fundraising volunteer and the recipient of the Salem State University Distinguished Alumnus Award and the Bertolon School of Business Outstanding Graduate Award. As part of this naming opportunity a fundraising effort is underway to raise \$1M for the Thomas M. Feeley '68 Fund, as of 3/31 funds have already surpassed \$450,000 to create a new unrestricted endowment which will provide flexibility for the university to move quickly and decisively in support of an affordable, life changing education.

Lobby of the Frederick E. Berry Library & Learning Commons/Feeley

Trustee Zahlaway-Belsito read the motion, hearing no the document further discussion the motion was offered by Trustee Mattera and seconded by Trustee Contreras, and upon a roll call vote, it was unanimously,

VOTED: The Board of Trustees of Salem State University hereby approves the naming of the lobby of the Frederick E. Berry Library & Learning Commons as the Thomas M. Feeley '68 and

**Joan M. Feeley Lobby, in keeping with the “Naming Opportunities and Gift Recognition Policy”.
(NB-20-06)**

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

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X. Approval of Contracts per Board of Trustees Policy - President Keenan introduced the last matter which was the approval of contracts. Vice President House added that this matter came upon us in terms of additional expenses that were not anticipated earlier in the year when generally, we present to the board those contracts that we think may go over Five thousand in the course of the year. Due to the pandemic and the technological requirements for employees to work from home as well as the cleaning requirements on campus and testing requirements that were implemented on campus, there were three contracts, one relating to I.T. upgrades, testing with the Broad Institute that was increased much more so than we ever anticipated (as a result of requirement by the board higher education), lastly the private contractor for cleaning protocols. So those are the three areas. Everything was done in accordance with the procurement laws of the Commonwealth. Chair Lutts read the motions, and hearing no further discussion the motion was moved by Trustee Zahlaway-Belsito and seconded by Trustee Murphy, and upon a roll call vote it was unanimously,

Approval of
Contracts
Per BOT
Policy

**VOTED: The Board of Trustees approves contract spend with Integration Partners Corporation, under the terms of existing competitively bid state contract # ITT50 - Converged Voice and Data Communications Systems, Services and Equipment, of approximately \$1.8 million during FY20 - FY21 for the campus network upgrade project. Further, the Board of Trustees acknowledges and approves, after the fact, contracts greater than \$500,000 each for FY21 with Clinical Research Sequencing Platform LLC (COVID-19 testing) and Compass Facility Services (COVID-19 cleaning protocols.) All three of these contracts are related to the disruption and changing/urgent needs caused by the COVID-19 pandemic. (See attachment D)
(NB-20-06)**

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

Executive Session - Chair Lutts then moved to the final agenda item which was the executive session and explained that the Board would enter executive session pursuant to MGL chapter 30A, section 21 (a)(3) to discuss strategy with respect to pending litigation. Discussions about these matters in open meeting would have a detrimental effect on the litigating position of the university. Chair Lutts announced that the board would not be returning to open meeting and would adjourn directly from executive session.

* * *

Respectfully submitted,

A handwritten signature in blue ink that reads "John W. Keenan".

John Keenan
President

A handwritten signature in black ink that reads "Lynne Montague".

Lynne Montague
Secretary to the Board of Trustees

Meeting of the Board of Trustees
April 14, 2021
Agenda page 2

Consent Agenda

Approval of the following Meeting Minutes and Committee Reports:

Finance & Facilities: November 18, 2020

Board of Trustees: December 4, 2020

Institutional Advancement, Marketing & Communications: March 24, 2021

Academic Affairs & Student Life: March 24, 2021

Risk Management & Audit: March 24, 2021

Finance & Facilities: March 24, 2021

Minutes filed seperately

: _____

REQUEST FOR TRUSTEE ACTION

Date: March 17, 2021
To: Risk Management and Audit Committee
From: Karen P. House, vice president for finance and facilities
Subject: Appointment of audit firm for FY2021 through FY2023
Requested Action: Approval

Background

The Risk Management and Audit Committee charter includes these responsibilities, among others, pertaining to the annual independent audit:

1. Annually consider the appointment of the external auditor.
2. Review and approve the terms of engagement and fees of the external auditor at the start of each audit.

O'Connor & Drew P.C. (OCD) a firm which has created a niche in the Massachusetts public higher education space, conducts the university's audit and that of 21 of the remaining 23 state universities and community colleges. O'Connor & Drew also audits the Salem State University Foundation and the Salem State University Assistance Corp. In recent months, Salem State participated in an RFP process because the current contract is due to expire. The RFP was such that each participant could make its own decision regarding the award. More than twenty RFP's were sent to various firms and three proposals were received. O'Connor & Drew P.C was the only firm with any experience auditing public universities in Massachusetts; proposals were also received from CLA (CliftonLarsonAllen LLP) and BerryDunn (Berry Dunn McNeil & Parker, LLC). While CLA and Berry Dunn are respected, capable firms, they do not have experience auditing any of the state universities or community colleges in Massachusetts. The OCD proposal represents good value to Salem State. OCD would provide continuity of expert staffing and extensive knowledge of the Commonwealth's public education system and related agencies such as the MSCBA and the Comptroller's Office. They audit our affiliated units. Further, they will have the ability to assist with implementation of the upcoming GASB 87 accounting standard regarding leases which will necessarily involve adjustments between SSU and MSCBA. In addition, their proposal includes a reduction in cost from the most recent year, from \$84,400 in FY20 to \$78,000 in FY21 for the base audit. Based on our evaluation of the proposals with other participating state universities and community colleges, Salem State management recommends that O'Connor & Drew P.C. be appointed to continue as our audit firm for the next three years.

MOTION

The Risk Management and Audit Committee recommends that the Board of Trustees approve the following motion pertaining to the audit firm for FY2021 through 2023.

Recommended motion

The Board of Trustees of Salem State University hereby approves both the appointment of O'Connor & Drew, P.C. to perform audit services for FY2021 through FY2023 and the related fees. The cost for FY2021 will be \$78,000 for the base audit plus \$4,500 for each major program (for the federal audit) and \$5,000 for the Massachusetts Office of Financial Student Aid (MOFSA) audit. The MOFSA is performed once every three years. Subsequent years' cost will be increased by 3%.

Committee Assigned: Risk Audit and Management

Committee Action: Approved

Date of Action: March 24, 2021

APPROVED

Trustee Action: Approved

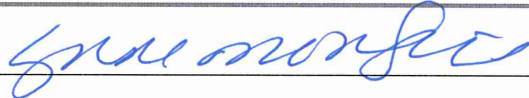
Trustee Approval Date: April 14, 2021

Effective Date: April 14, 2021

APR 14 2021

Board of Trustees
Salem State University

Signed: _____



Title: Secretary of Board of Trustees

Date: _____

4/14/2021

1. Years of service on the board

- Less than one year
- One to three years
- More than three years

2. GENERAL PRACTICES. Please indicate the level to which you agree with the following statement.

	Strongly Agree	Agree	Neutral	Disagree	Strongly Disagree
The Board makes appropriate use of the skills and experience of its members.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Each trustee contributes to the work of the Board in an effective manner.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The number and length of Board meetings are appropriate.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Board meetings are held at an appropriate time of day.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
I receive adequate information from staff to prepare me for Board meetings.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Board meetings are conducted in a manner that ensures meaningful participation and timely resolution of issues.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Our Board has adequate time for discussion.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Chair is effective in serving the Board's needs.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
I have attended an SSU event within the last year.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Comments that help us improve.

3. COMMITTEES. Please indicate the level to which you agree with the following statement.

	Strongly Agree	Agree	Neutral	Disagree	Strongly Disagree
The Risk Management and Audit Committee is effective in fulfilling its responsibilities.	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Institutional Advancement Committee is effective in fulfilling its responsibilities.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Academic Affairs and Student Life Committee is effective in fulfilling its responsibilities.	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Finance and Facilities Committee is effective in fulfilling its responsibilities.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Executive Committee is effective in fulfilling its responsibilities.	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Governance Committee is effective in fulfilling its responsibilities.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
I understand the role and responsibilities of the committees as well as the distinction between those of the committees and the Board.	<input checked="" type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Comments that help us improve.

4. BOARD POLICY MAKING PRACTICES. Please indicate the level to which you agree with the following statement.

	Strongly Agree	Agree	Neutral	Disagree	Strongly Disagree
The Board is actively engaged with management in identifying, prioritizing, and scheduling issues for Board review and discussion.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board is actively engaged in identifying and communicating to management the Board information needs, including information about the competitive environment, risk identification and assessment, and performance benchmarks.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board understands and exercises its role as a policy making body, as distinguished from the President's role as chief executive.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board members stay abreast of issues and trends affecting the University and use this information to assess and guide the University's performance, both year-to-date and long term.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Board members devote time to learn about the University's business and understand it well enough to provide critical oversight.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

The majority of the Board meeting time is reserved for Board discussion and consideration rather than management presentations.

Trustees are kept well informed of important University matters between Board meetings.

The Board regularly assesses the effectiveness of relations with key external constituent groups.

The Board stays abreast of issues and trends in public higher education and trustees use this information to assess and guide the University's performance.

Comments that help us improve

5. UNDERSTANDING OF KEY AREAS. Please indicate the level to which you are familiar with the following.

Very Familiar Familiar Neutral Unfamiliar Very Unfamiliar

The University's financial statements and processes?

The University's annual capital and operating budgets and plans?

The long-term strategic plans and planning process?

The University's standards of governance and conduct?

Technological developments?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Legal and regulatory developments and compliance?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
Management development and succession?	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Comments that help us improve.

6. BOARD AND MISSION. Please indicate the level to which you agree with the following statement.

	Strongly Agree	Agree	Neutral	Disagree	Strongly Disagree
I feel comfortable talking about the mission and effectiveness of SSU.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board has developed with the administration a common understanding of the University's beliefs, values, and philosophy, and this understanding is reflected in the University's mission, its strategic plan, and Board deliberation throughout the year.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board regularly monitors performance against the strategic plan and Master Vision.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Comments that help us improve.

7. FISCAL HEALTH. Please indicate the level to which you agree with the following statement.

	Strongly Agree	Agree	Neutral	Disagree	Strongly Agree
SSU's annual budget is fully discussed with the Board before it is approved.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
I am fully aware of my fiduciary responsibilities as a Board member for SSU's fiscal management.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board regularly reviews the financial investment practices and portfolio performance of SSU.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board has approved effective marketing and public relations strategies for SSU.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
I understand and am confident in my ability to communicate the University's strategic plan.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Comments that help us improve.

8. PRESIDENT AND SENIOR MANAGEMENT RELATIONS. Please indicate the level to which you agree with the following statement.

	Strongly Agree	Agree	Neutral	Disagree	Strongly Disagree
The Board goals, expectations, and concerns are openly, honestly, and constructively communicated to the President.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
The Board understands and respects the difference between the Board's role and the President/senior management's role.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

The Board regularly and actively engages in evaluating the performance of the President.

The Board supports the President/senior management to act realistically, appropriately, and responsibly when holding the President/senior management accountable for operating results.

The Board encourages/ensures an open line of communication between the Board and senior management.

The Board encourages/ensures an open line of communication between Board members.

Comments that help us improve.

9. FUNDRAISING. Please indicate the level to which you agree with the following statement.

Strongly Agree Agree Neutral Disagree Strongly Disagree

I understand the different roles of the SSU Foundation Board and the SSU Board.

I understand SSU's fundraising needs and strategies.

Board members play an active role in SSU's fundraising efforts.

Comments that help us improve.

Open Forum:
Comments (speakers
from SSU Community
address the BOT, limit
of 5 per meeting)

Open Forum: Q & A
(received via zoom
chat feature during
meeting)

Comments that help us improve communication with SSU Community during BOT meetings.

12. TRAINING. The BOT complete state-mandated training (Fraud Prevention, Open Meeting Law, State Finance, Conflict of Interest, Public Records, Law, Procurement, fiduciary Responsibility, Board Governance). Please indicate which trainings you found most useful and if there is anything from the training that should receive greater attention from our BOT.

 REQUEST FOR TRUSTEE ACTION

Date: April 7, 2021
To: Board of Trustees
From: John D. Keenan, President
Subject: Approval of FY2021 contracts
Requested Action: Approval

MOTION

The Board of Trustees approves contract spend with Integration Partners Corporation, under the terms of existing competitively bid state contract # ITT50 - Converged Voice and Data Communications Systems, Services and Equipment, of approximately \$1.8 million during FY20 - FY21 for the campus network upgrade project. Further, the Board of Trustees acknowledges and approves, after the fact, contracts greater than \$500,000 each for FY21 with Clinical Research Sequencing Platform LLC (COVID-19 testing) and Compass Facility Services (COVID-19 cleaning protocols.) All three of these contracts are related to the disruption and changing/urgent needs caused by the COVID-19 pandemic.

Trustee Action: Approved
Trustee Approval Date: April 14, 2021
Effective Date: April 14, 2021

Signed: *June Mersetti*
Title: Secretary of the Board of Trustees
Date: *4/14/2021*

