

MINUTES

SPECIAL MEETING OF THE BOARD OF TRUSTEES OF THE WILLIAM PATERSON UNIVERSITY OF NEW JERSEY

Thursday, August 6, 2020

The meeting was called to order at 9:00 a.m. via virtual meeting due to the COVID-19 pandemic.

BOARD MEMBERS PRESENT: Mr. Barr, Ms. Cortez, Mr. Galandak, Mr. Gruel, Mr. Guarasci, Mr. Lenahan, Mr. Neilley, Ms. Niro, Mr. Pesce, Mr. Seeve, Dr. Zastocki, and President Helldobler.

ABSENT: Mr. Velli.

OTHERS PRESENT: Senior Vice President Bolyai, Vice President Boucher-Jarvis, Vice President Cammarata, Associate Vice President DeDeo, Vice President Ferguson, Vice President Goldstein, General Counsel Hertzog, Provost Powers, Vice President Ross, Chief of Staff Bannister, Dr. Jill Guzman, Mr. Charles Lowe, Mrs. Oleski, administrators, faculty, and others.

ANNOUNCEMENT CONCERNING ADEQUATE NOTICE OF MEETING:

In accordance with the "Open Public Meetings Act," the Chairperson publicly announced and had entered into the minutes that "adequate notice" of this meeting was provided. In compliance with the Statute, this notice was posted on the University's web page and distributed to The Herald News, The Record, and The Star Ledger more than 48 hours prior to this meeting.

It was moved and seconded to adopt the following resolution:

8-20-1 - RESOLUTION, TO MOVE INTO EXECUTIVE SESSION

At approximately 10:06 a.m., the Public Session resumed.

WELCOME AND INTRODUCTIONS:

President Helldobler welcomed everyone to the special Board of Trustees meeting. He introduced Dr. Anthony Bowrin, the University's new Dean of the Cotsakos College of Business, and Dr. Kara Rabbitt, Associate Provost, the former dean of the College of Humanities and Social Sciences. Dr. Rabbitt returned to campus on July 1 with a one-year appointment in the Provost's office after an ACE Fellows experience.

PUBLIC COMMENT:

There was no public comment.

EXECUTIVE COMMITTEE REPORT:

Chair Seeve discussed the Executive Committee meeting held on July 23, 2020, that met to review several resolutions that needed to be acted on prior to the next Board meeting. He stated that the Committee was presented with six resolutions. They included establishing a line of credit with JPMorgan Chase Bank, a bid waiver for the Hilton Garden Inn, sabbaticals for

academic year 2020-2021, and revisions to previously approved resolutions from the June Board meeting for residence hall room rates, meal plan rates, and tuition and fees for high school students.

The Executive Committee voted to accept all of the resolutions presented during the meeting. These resolutions were included in the Board of Trustees packet for informational purposes.

Chair Seeve asked President Helldobler and VP Cammarata to provide an update on the recent and unfortunate passing of student, Mr. Timothy Hoffman. A resolution was presented to the Board, honoring Mr. Hoffman with a posthumous degree at the August 2020 Commencement ceremonies.

It was moved by Mr. Galandak and seconded by Ms. Cortez to adopt the following resolution:

8-20-2 - RESOLUTION, CONFERRING OF POSTHUMOUS DEGREE

The resolution was unanimously adopted.

PRESENTATION OF THE UNIVERSITY'S RE-OPENING PLAN:

Dr. Jill Guzman, Director, Counseling, Health, and Wellness Center, and Mr. Charles Lowe, Director, Campus Police, presented the University's re-opening plan developed by the Re-Opening Preparedness Committee. Guidance, health and safety, prevention measures, and policies and procedures were all topics of discussion. Facility modifications were reviewed and examples were shown of signage to be placed around campus. Provost Powers presented the foundations of restart for faculty, followed by VP Cammarata's presentation reviewing what campus life would be like upon our return. The President briefly spoke on the status of the PPE supplies on campus. Trustee Galandak stated that he was very pleased with all of the planning that had gone into this process. Trustee Pesce commented that the re-start plan was very comprehensive and well-written.

DISCUSSION OF THE UNIVERSITY'S FINANCIAL STATUS:

VP Ross gave a brief overview on the current student enrollment numbers stating that we are currently 3.1% ahead in our first-year retention year to date numbers. VP Bolyai reviewed the assumptions worksheet presented and stated that the University expects to get some federal funding, but we're unsure of how much that will be at this time. VP Bolyai then reviewed the FY21 projected auxiliary budget stating that the University could have an approximate \$14.9 million gap. The President discussed re-working institutional aid and the deregistration process. VP Bolyai briefly fielded contingency plan questions and commented that he was in regular contact with other institutions. Chair Seeve thanked the President for his weekly update calls to keep the Board members in the loop. He stated that they were helpful and informative.

OTHER BUSINESS:

There being no further business, a motion was made to adjourn the meeting. It was moved and

seconded and the meeting was adjourned at 11:33 a.m.

Respectfully submitted,

A handwritten signature in black ink that reads "Robert Guarasci". The signature is written in a cursive style with a prominent initial "R" and a trailing flourish.

Robert Guarasci, Secretary
William Paterson University
Board of Trustees

RG/ao

APPENDIX 1
MINUTES OF BOARD OF TRUSTEES
AUGUST 6, 2020 MEETING

8-20-1 RESOLUTION, TO MOVE INTO EXECUTIVE SESSION

WHEREAS: The New Jersey Open Public Meetings Act, N.J.S.A.10:4-6 et seq., permits the public's exclusion from certain portions of the Board meeting; now therefore be it

RESOLVED: That The William Paterson University Board of Trustees move into closed session to discuss matters pertaining to personnel issues including various appointments and resignations, attorney-client privileged communication, a review of active litigation matters, and real estate matters, and be it therefore

RESOLVED: That any actions taken in closed session will be made public as required by law.

Adopted by the Board of Trustees of The William Paterson University of New Jersey at its August 6, 2020 meeting.

APPENDIX 1E
MINUTES OF BOARD OF TRUSTEES
EXECUTIVE COMMITTEE
JULY 23, 2020 MEETING

**7-20-1E RESOLUTION, ESTABLISH LINE OF CREDIT WITH JPMORGAN
CHASE BANK, N.A.**

WHEREAS: N.J.S.A.18A:64-6 (a.-x.) specifies all of the powers and duties of the Board of Trustees; and

WHEREAS: N.J.S.A. 18A:64-6 (t.) authorizes the Board of Trustees to borrow money for the needs of the college, as deemed requisite by the board, in such amounts, and for such time and upon such terms as may be determined by the board; and

WHEREAS: The University desires to engage in financial transactions from time to time with JPMorgan Chase Bank, N.A., and its successors and assigns (the "Bank"); and

WHEREAS: The University seeks to borrow and incur indebtedness, negotiate and procure lines of credit (the "Revolving Line of Credit") from the Bank in any form and in an amount not to exceed in the aggregate Twenty-Five Million and 00/100 Dollars (\$25,000,000.00) and on any terms as may be agreed upon between the University and the Bank; and

WHEREAS: That the Revolving Line of Credit will be secured by a Pledge and Security Agreement in favor of the Bank, pursuant to which marketable securities of the University held in investment accounts at the Bank will be pledged and assigned to the Bank as collateral security until all obligations arising from the Revolving Line of Credit have been paid in full by the University; and

WHEREAS: The Senior Vice President for Administration and Finance has certified that there are sufficient funds available to repay any indebtedness incurred resulting from the use of the Revolving Line of Credit; and

WHEREAS: The University desires to authorize certain of its representatives to engage in these transactions for the University; and

Adopted by the Board of Trustees Executive Committee of The William Paterson University of New Jersey at its July 23, 2020 meeting.

WHEREAS: The Executive Committee, on behalf of the Board of Trustees, approves the establishment of the Revolving Line of Credit herein; therefore, be it

RESOLVED: That the Executive Committee, on behalf of the Board of Trustees of William Paterson University, approves the establishment of a revolving line of credit with the Bank in an amount not to exceed \$25,000,000 which line of credit shall be collaterally secured by marketable securities of the University held in investment accounts at the Bank and authorizes any of the following two individuals: the President, the Senior Vice President for Administration and Finance and the Associate Vice President for Finance and Controller (acting jointly) to, from time to time, enter into any Line of Credit agreement capped at the above aggregate amount, and the Pledge and Security Agreement and execute any such other documents required by the Bank deemed necessary or required to carry out the authority contained in this resolution.

APPENDIX 2E
MINUTES OF BOARD OF TRUSTEES
EXECUTIVE COMMITTEE
JULY 23, 2020 MEETING

**7-20-2E RESOLUTION, RESIDENCE HALL ROOM RATES 2020-2021
(Revises 6-20-6)**

RESOLVED: That the Board of Trustees of William Paterson University of New Jersey approves the following per resident, semester residence hall room rates effective Fall 2020:

Overlook North & South	\$3,647
Century, Hillside, Matelson & White	\$3,830
High Mountain East & West	\$3,953
Pioneer & Heritage Apartments	\$4,412
Skyline	\$4,182
Single Occupancy Room	\$4,881
Single Occupancy (9 month contract)	\$5,930*
Double Occupancy (9 month contract)	\$4,720*

*Revised

APPENDIX 3E
MINUTES OF BOARD OF TRUSTEES
EXECUTIVE COMMITTEE
JULY 23, 2020 MEETING

7-20-3E RESOLUTION, BID WAIVER, HILTON GARDEN INN

WHEREAS: The State College Contracts Law, N.J.S.A. 18A:64-52 et seq., requires that contracts be made and awarded by the state college/university only after public advertising for bids and bidding for contracts in excess of \$34,400; and

WHEREAS: The State College Contracts Law, N.J.S.A. 18A:64-57, permits in certain emergency situations that contracts may be made, negotiated, or awarded by the state college/university by resolution of its Board of Trustees without public advertising for bids and bidding; and

WHEREAS: The University has determined that, to comply with the health and safety guidelines due to the COVID19 Pandemic, it needs to house overflow resident students off-campus at a local hotel for up to the entire Fall 2020 semester; and

WHEREAS: The purchase of this service is exempted from public bidding pursuant to N.J.S.A. 18A:64-57; and

WHEREAS: The Senior Vice President for Administration and Finance has certified that there are sufficient budgeted funds available to pay the expense authorized, and that the process employed in recommending this action complies with all applicable statutes and regulations; and

WHEREAS: The Executive Committee, on behalf of the Board of Trustees, approves this expenditure herein; therefore, be it

RESOLVED: That the Executive Committee, on behalf of the Board of Trustees, authorizes the University President or his designee be authorized to enter into an agreement with the Hilton Garden Inn, 15 Nevins Rd, Wayne, NJ in an amount not to exceed \$400,000 for Fiscal Year 2020.

Adopted by the Board of Trustees Executive Committee of The William Paterson University of New Jersey at its July 23, 2020 meeting.

APPENDIX 4E
MINUTES OF BOARD OF TRUSTEES
EXECUTIVE COMMITTEE
JULY 23, 2020 MEETING

7-20-4E RESOLUTION, MEAL PLAN RATES 2020-2021 (Revises 6-20-6)

RESOLVED: That the Board of Trustees of William Paterson University of New Jersey approves the following per-semester meal plan rates effective Fall 2020:

8-Meal Plus \$400	\$2,100.00
8-Meal Plus \$500	\$2,200.00
8-Meal Plus \$600	\$2,300.00
9-Meal Plus \$1,000	\$2,720.00
10-Meal Plus \$275	\$2,090.00
15-Meal Plus \$275	\$2,130.00
19-Meal Plus \$275	\$2,260.00
\$1,000 Debit Plan	\$1,000.00
150 Block Plan Plus \$275	\$2,090.00
Constant Pass Plus \$400	\$2,900.00
20 Block Plan	\$190.00 *
30 Block Plan	\$280.00 *

*Revised

Adopted by the Board of Trustees Executive Committee of The William Paterson University of New Jersey at its July 23, 2020 meeting.

APPENDIX 5E
MINUTES OF BOARD OF TRUSTEES
EXECUTIVE COMMITTEE
JULY 23, 2020 MEETING

7-20-5E RESOLUTION, TUITION AND FEES FOR HIGH SCHOOL STUDENTS 2020-2021 (Revises 6-20-5)

RESOLVED: That the Board of Trustees of William Paterson University of New Jersey approves the following per-credit tuition and fee charge for New Jersey high school students taking college-level courses offered by the University either on the campus or at their high school effective Fall 2020:

At WPUNJ:	\$289.00
At student's high school:	\$100.00*

*Revised

APPENDIX 6E
MINUTES OF BOARD OF TRUSTEES
EXECUTIVE COMMITTEE
JULY 23, 2020 MEETING

**7-20-6E RESOLUTION, RE: SABBATICALS FOR ACADEMIC YEAR
2020-2021**

WHEREAS: during the Spring 2020 semester, a global pandemic associated with the novel coronavirus, SARS-coV-2 and related disease, Covid-19, prompted a nationwide suspension of operation of certain public establishments and business of every type and nature, in New Jersey and throughout the country, to protect the health and safety of its citizens, and which presently continues; and

WHEREAS: the public health emergency related to COVID-19, Executive Order 104 and other governmental actions required major campus closures and changes in operations that have caused unforeseen and unprecedented reductions in revenues and increases in costs for the University; and

WHEREAS: William Paterson University discontinued in-person instruction and services as a result of the pandemic and related directives from the Governor of the State of New Jersey, but continued to offer instruction to students through distance and remote learning, and to make extensive modifications and adjustments in all aspects of instruction, research, and campus operations and may be compelled to do so for the foreseeable future; and

WHEREAS: the William Paterson University incurred and is continuing to incur significant expenditures, reductions in campus operations revenues, and reductions in state operating appropriations as a result of the pandemic; therefore, be it

RESOLVED: By the Board of Trustees that board approval of all approved sabbaticals for the 2020-2021 academic year is hereby withdrawn, and all such sabbaticals cancelled.

Adopted by the Board of Trustees Executive Committee of The William Paterson University of New Jersey at its July 23, 2020 meeting.

APPENDIX 2
MINUTES OF BOARD OF TRUSTEES
AUGUST 6, 2020 MEETING

8-20-2

RESOLUTION, CONFERRING OF POSTHUMOUS DEGREE

RESOLVED: That the Board of Trustees of The William Paterson University of New Jersey approves the conferring of a posthumous degree to Timothy Hoffman at the August 2020 Commencement Exercises. Mr. Hoffman's transcript has been certified by the University Registrar that he meets the criteria for awarding a degree posthumously. The Provost and President approve the award.

Adopted by the Board of Trustees of The William Paterson University of New Jersey at its August 6, 2020 meeting.