

**Board of Governors
of
Pennsylvania's State System of Higher Education**

Meeting Minutes

281st Meeting
Thursday, April 15, 2021

Via Zoom

9:00 a.m.

ATTENDING

Board of Governors:

Representative Timothy P. Briggs
Nicole L. Dunlop
Alexander H. Fefolt
William A. Gindlesperger
Donald E. Houser, Jr.
Allison Jones, Designee for
Secretary Snead
Senator Scott Martin
David M. Maser (Vice Chair)
Marian D. Moskowitz
Thomas S. Muller

Dr. Patricia Landis, Designee for
Deputy Secretary Tanya Garcia
Representative Brad Roae
Senator Judith L. Schwank
Cynthia D. Shapira (Chair)
Samuel Smith (Vice Chair)
Larry C. Skinner
Stephen L. Washington, Jr.
Neil R. Weaver
Janet L. Yeomans

In attendance was (non-voting) Board Faculty Liaison, Jamie L. Phillips.

Chairwoman Shapira called the meeting to order at 9:02 a.m.

Attendance taken at the direction of Chairwoman Shapira established that a quorum of the Board was present.

EXECUTIVE SESSION NOTATION

The Chair reported that the Board met in executive session Wednesday, April 14, 2021, from 4:26 p.m. to 5:17 p.m. to discuss items related to personnel and legal matters.

CHAIR'S REMARKS (Full remarks in video archive.)

Chairwoman Shapira welcomed Board of Governor members, reviewed the meeting agenda, and offered additional comments on the efforts of the numerous working groups for all their efforts in the development of the integration plans that will be presented at the April 28, 2021 meeting.

PUBLIC COMMENT

None

REMARKS BY UNION LEADERS (Full remarks in video archive)

APSCUF President - Dr. Jamie Martin

REMARKS BY PACT PRESIDENT (Full remarks in video archive)

PACT President - Jack Wabby

CONSENT AGENDA

Chairwoman Shapira moved that the Consent Agenda be approved as presented:

- Minutes for the February 4, 2021 meeting
- State System Foundation Recertification

Voice vote. The motion passed unanimously.

CHANCELLOR GREENSTEIN REMARKS (Full remarks in video archive)

Chancellor Greenstein offered remarks on the efforts of building the institutional integrations plans with a commitment to inclusion and transparency.

STUDENT SUCCESS COMMITTEE

(Full remarks in video archive)

Committee Chair, David Maser, offered remarks and presented the 2021 Syed R. Ali-Zaidi Award for Academic Excellence to Caelan Brooks, a student at Kutztown University of Pennsylvania. President Hawkinson provided an introduction and recognized Ms. Brooks for her achievement.

COMMISSION ON DIVERSITY, EQUITY AND INCLUSION

(Full remarks in video archive)

Committee Chair, Janet Yeomans, provided an update on the Commission's charges and progress report. Dr. Denise Pearson, Vice Chancellor, Chief Diversity, Equity, and Inclusion Officer, reviewed the strategic framework and initiatives of the Commission. Committee Chair Yeomans and Dr. Pearson fielded a few questions about the proposed framework and its implementation across the System.

COMMITTEE CHAIR YEOMANS MOVED THAT THE FULL BOARD ACCEPT THE COMMISSION'S REPORT, APPROVE THE DEI STATEMENT OF AFFIRMATION, AND AFFIRM THE DIRECTION OF THE DEI STRATEGIC FRAMEWORK AS PRESENTED.

Voice Vote. The motion passed unanimously. No opposition.

PREPARED4PA PRESENTATION

(Full remarks in video archive)

Hope Lineman, Strategic Advisor to the Chancellor on Workforce Innovation, and Dean, Career and Workforce Education, Clarion University of Pennsylvania, provided an overview of the work the committee has done to date and reviewed the presentation included in the agenda materials on preparing Pennsylvania's Workforce of the Future.

UNIVERSITY SUCCESS COMMITTEE

(Full remarks in video archive)

Committee Chair, Thomas Muller, reviewed the Committee items as presented in the meeting materials. Roll call was conducted and the following committee members were present for the discussion: Governors Weaver, Dunlop, Gindlesperger, Roae, Designee Jones, and Yeomans.

Molly Mercer, Chief Financial Officer, provided a review of each of the following items for consideration:

- 2021-22 and Tentative 2022-23 Basic Tuition and Technology Tuition Fee Rates
- Housing Acquisition and Financing, Millersville University of Pennsylvania
- New Bond Issue, Series AZ
- Property Disposal, Indiana University of Pennsylvania
- Financial Sustainability – Mansfield University of Pennsylvania

COMMITTEE CHAIR MULLER MOVED THAT THE FULL BOARD APPROVE THE 2021-22 AND TENTATIVE 2022-23 TUITION SCHEDULE (ATTACHMENT 1) AND THE 2021-22 AND TENTATIVE 2022-23 TECHNOLOGY TUITION FEE SCHEDULE (ATTACHMENT 2), AS UPDATED IN ATTACHMENTS 1 AND 2 TO REFLECT A ZERO INCREASE IN TUITION AND TECHNOLOGY TUITION FEE.

Voice Vote. The motion passed unanimously. No opposition.

COMMITTEE CHAIR MULLER MOVED THAT THE FULL BOARD APPROVE MILLERSVILLE UNIVERSITY'S ACQUISITION OF ON-CAMPUS STUDENT RESIDENCE HALLS FROM STUDENT SERVICES INCORPORATED AND BOND FINANCING OF THE CURRENT DEBT.

Voice Vote. The motion passed unanimously. No opposition.

COMMITTEE CHAIR MULLER MOVED THAT THE FULL BOARD ADOPT THE ATTACHED RESOLUTION AUTHORIZING THE ISSUANCE OF BONDS UP TO A MAXIMUM PROJECT CASH OF \$146.1 MILLION.

Voice Vote. The motion passed unanimously. No opposition.

COMMITTEE CHAIR MULLER MOVED THAT THE FULL BOARD APPROVE INDIANA UNIVERSITY'S REQUEST TO PROCEED WITH DISPOSAL OF PROPERTY KNOWN AS IUP NORTHPOINTE.

Voice Vote. The motion passed unanimously. No opposition.

COMMITTEE CHAIR MULLER MOVED THAT THE FULL BOARD APPROVE A LOAN FOR MANSFIELD UNIVERSITY OF PENNSYLVANIA OF UP TO \$7.0 MILLION WITH THE FOLLOWING PAYMENT TERMS AND LOAN COVENANTS.

- **THE BORROWER AGREES THAT THE PRINCIPAL AND ANY AND ALL ACCRUED INTEREST WILL BE PAID BY A TRANSFER OUT OF ITS OPERATING ACCOUNT IN ACCORDANCE WITH SCHEDULE(S) DESCRIBED IN THE DRAFT PROMISSORY NOTE, ATTACHED. THE BORROWER ALSO AGREES TO RECORD A "NOTE PAYABLE" ON ITS FINANCIAL STATEMENTS ON THE EFFECTIVE DATE OF EACH DRAW.**
- **IN ACCORDANCE WITH SYSTEM PROCEDURE/STANDARD 2019-40: UNIVERSITY FINANCIAL SUSTAINABILITY, THE BORROWER MUST:**
 - **ENSURE SUSTAINABILITY PLANS MEET THE STUDENT FACULTY RATIO REQUIREMENTS AS OUTLINED IN THE OBJECTIVES IN THE COMPREHENSIVE PLANNING PROCESS.**
 - **AGREE THAT IF THE PLAN DOES NOT ACHIEVE THE RATIOS AND/OR IS NOT APPROVED BY THE CHANCELLOR, THE CHANCELLOR/DESIGNEE, AS DIRECTED BY THE BOARD, MAY TEMPORARILY OR INDEFINITELY SUSPEND SOME OR ALL OPERATIONS IN ACCORDANCE WITH BOARD OF GOVERNORS' POLICY 2019-01: UNIVERSITY FINANCIAL SUSTAINABILITY.**
 - **RECEIVE CHANCELLOR APPROVAL BEFORE ANY HIRING OF NEW EMPLOYEES OR ENTERING INTO NEW CONTRACTS.**
 - **AS PART OF THE UPDATED SUSTAINABILITY PLAN, PROVIDE A HOUSING PLAN TO ADDRESS OCCUPANCY AND DEBT; REPORT EACH SEMESTER ON REVENUE, OCCUPANCY AND CAPACITY BY RESIDENCE HALL.**
 - **PROVIDE MONTHLY CASHFLOW UPDATES, AS PRESCRIBED BY THE OFFICE OF THE CHANCELLOR, REFLECTING ANTICIPATED REVENUES, EXPENDITURES, AND AGING PAYABLES.**
 - **PROVIDE ACTUAL HEADCOUNT AND FULL-TIME EQUIVALENT ENROLLMENT EACH SEMESTER, AND UPDATED ENROLLMENT PROJECTIONS FOR EACH UPCOMING TERM.**
 - **PROVIDE QUARTERLY PROGRESS AGAINST THE SUSTAINABILITY PLAN, WHICH MUST INCLUDE AT A MINIMUM ATTAINMENT OF WORKFORCE AND OPERATING GOALS, AS DESCRIBED IN THE APPROVED SUSTAINABILITY PLAN.**
 - **COMPLY WITH OTHER SUCH ACTIONS AS THE BOARD OF GOVERNORS DIRECTS TO ACHIEVE FINANCIAL SUSTAINABILITY.**

Voice Vote. The motion passed unanimously. No opposition.

GOVERNANCE AND LEADERSHIP COMMITTEE

(Full remarks in video archive)

Committee Chair, Don Houser, reviewed the Committee items as presented in the meeting materials. Roll call was conducted and the following committee members were present for the discussion: Governors Fefolt, Smith, Senator Schwank, Maser, and Yeomans. Governor Martin was not present.

The following items were presented by the Committee for action:

- Student Trustee Appointments
- Policy Revision - 1983-13-A: *Process for Recommending Presidential Appointment*

Each respective university president provided brief introductions of their student nominee, followed by each student providing a few remarks regarding their appointment.

COMMITTEE CHAIR DON HOUSER MOVED THAT THE FULL BOARD APPOINT KATHRYN ROBINSON, CLARION UNIVERSITY; WILLIAM GREEN, EAST STROUDSBURG UNIVERSITY; JOHN WHEELER, EDINBORO UNIVERSITY, MAURA KING, INDIANA UNIVERSITY; AND MADISON WHITCOMB, MILLERSVILLE UNIVERSITY, TO THEIR RESPECTIVE UNIVERSITY'S COUNCIL OF TRUSTEES.

Voice Vote. The motion passed unanimously. No opposition.

Dr. Randy Goin, Deputy Chancellor, provided an overview of the proposed policy changes as presented in the meeting materials.

COMMITTEE CHAIR DON HOUSER MOVED THAT THE FULL BOARD APPROVE REVISIONS TO POLICY 1983-13-A AND THE ASSOCIATED PROCEDURES AND STANDARDS AS REFLECTED IN THE BOARD MATERIALS.

Voice Vote. The motion passed unanimously. No opposition.

BOARD CONSIDERATION (Full remarks in video archive)

- Ratification of committee actions:
 - 11a. Tuition and technology fee rates
 - 11b. Millersville University housing acquisition and bond financing
 - 11c. New bond issue, Series AZ
 - 11d. Indiana University property disposal
 - 11e. Financial sustainability – Mansfield University loan
 - 12a. Student trustee appointments
 - 12b. Revision to Policy 1983-13-A (Presidential Appointments)
- Appointment of Shippensburg University Interim President
- Resolution Honoring Shippensburg University's President Laurie Carter

CHAIRWOMAN SHAPIRA MOVED THAT THE BOARD APPROVE THE ACTIONS TAKEN BY THE UNIVERSITY SUCCESS AND GOVERNANCE AND LEADERSHIP COMMITTEES.

Voice Vote. The motion passed unanimously. No opposition.

GOVERNOR GINDLESPERGER MOVED THAT THE BOARD APPROVE THE APPOINTMENT OF DR. CHARLES PATTERSON TO SERVE AS INTERIM PRESIDENT OF SHIPPENSBURG UNIVERSITY, EFFECTIVE JUNE 30, 2021, at 5:00 P.M. AND AUTHORIZES THE CHAIRWOMAN OF THE BOARD OF GOVERNORS AND CHANCELLOR TO EXECUTE THE NECESSARY DOCUMENTS.

Voice Vote. The motion passed unanimously. No opposition.

RESOLUTION (Full remarks in video archive)

A resolution was offered honoring Shippensburg University's President, Laurie Carter, who has accepted another position and is departing the State System.

NEW BUSINESS

None

ADJOURNMENT

The meeting adjourned at 12:12 p.m.

ATTEST:

Randy A. Goin Jr., Ph.D.
Deputy Chancellor

The meeting webcast is available here: <https://www.youtube.com/watch?v=qfxffESq68c>