I. Preliminary Matters

Attendance:

Board Members: Juan T. Lizama, Chairperson; Elaine Hocog Orilla, Regent; William S. Torres, Regent; Andrew L. Orsini, Regent; and Frank M. Rabauliman, Treasurer.

Honorary Members: John Cook, Honorary Faculty Regent/Faculty Senate President; Keolester Buenpacifico, Honorary Student Regent/ASNMC Vice-President; and Marie Coleman, Honorary Staff Regent/Staff Senate President.

Staff and Faculty: Galvin Guerrero, Accreditation Liaison Officer/Institutional Effectiveness Director; Dave Attao, Dean of Administration; Bobbie Hunter, HRO Acting Manager; Ross Manglona, CREES Director; Claus Bier, CREES Staff, Barbara Merfalen, Dean of Academic Programs & Services; Leo Pangelinan, Dean of Student Services; and Helen B. Camacho, President’s Office (Recorder).

Others Present: Jesse Borja, NMC Legal Counsel.

The Regular Meeting of the Board of Regents was called to order at 9:55 a.m. on Tuesday, April 17, 2012, BOR Conference room, Saipan Campus.

a. Roll Call

BOR Chairperson Juan T. Lizama called roll call. Six members of the Board of Regents were present. A quorum was established.

b. Review and Adoption of Agenda

BOARD ACTION NO. 1

Motion: Regent Orilla motioned to adopt the meeting agenda for Tuesday, April 17, 2012.
Second: Regent Torres seconded the motion.
Vote: The motion passed unanimously.

c. Review and Adoption of Minutes - The board agreed to put a hold on the adoption of the meeting minutes and to allow for more time.

1. February 14, 2012 – Regular Meeting
2. March 14, 2012 – Regular Meeting
II. Public Comment Period: Individuals may orally testify on items on this agenda during the Public Comment Period. Written testimony is also accepted. Testifiers are requested to limit their testimony to five (5) minutes.

None.

III. Board Chair’s Remarks

Chairperson Lizama talked about policy development and welcomed the Board’s input and recommendations.

IV. Reports

a. Associated Students of NMC

Keolester BuenPacifico, Honorary Student Regent/ASNMC Vice-President gave the student report on recent student activities to include upcoming projects such as a student topic survey regarding tuition increase. He mentioned that there are five new active clubs. There was discussion about assisting these clubs with their charter applications. Regent Torres talked about student involvement and participation with respect to the facilities master plan. He also talked faculty evaluations and the frequency of such assessment.

b. Staff Senate

Marie Coleman, Honorary Staff Regent/Staff Senate President gave the staff Senate Report on recent staff activities (handout provided). Staff Senate is in the process of preparing for the Staff Climate Survey. She noted some concerns and recent vacancies for staff senate representative. The most notable concern is with the staff senate nominations in which all were declined. Ms. Coleman said that it is due in part to the additional duties and responsibilities of the Staff Senate positions and staff do not have the flexibility or liberty to delegate their regular duties to others. Staff Senate meetings are held weekly with hopes that a schedule may be created for a general staff assembly before the end of the spring semester.

c. Faculty Senate

John Cook, Honorary Faculty Regent/Faculty Senate President gave an update on recent activities from the Faculty Senate (handout provided). There were discussions about allowing the honorary members to participate in executive sessions and to also become voting members of the board of regents. The board agreed to take this matter up in executive session for a final decision.

d. President’s Report

Sharon Y. Hart, Ph.D., NMC President provided an update. In addition to items that were provided to the Board, President Hart reported on the monthly report of the various divisions/departments of the institution. President Hart also presented the 6 months self-evaluation. She also highlighted some important information:

1. $40,000 Grant from the Office of Insular Affairs (OIA)
2. Upcoming Events: Charter Day, NMC Foundation Golf Tournament and Graduation

Dean of Administration Report

Dave Attao, Dean of Administration reported on the College’s current financial status of the college and also focused on other important areas:
• Current shortfall is $430,917 for payroll.
• Proposals: Increase General Operations Budget (Tuition and Fees)
• Tap into the funds in reserve accounts to cover obligations and adjunct overloads.
• New Revenue generated in excess of expenses within FY2012 will replenish the funds in reserve.
• Increase minimum number of student per course.
• Tuitions and Fees Review Task Force
• Review feasibility of adjuncts and Overloads to be paid as a business entity versus employee.
• Ongoing Efforts to continue with cost saving measures, improve facilities usage, careful consideration hiring and replacement practices, continue implementation of Form 3 suggestions, continue external recruitment of Grants.
• Coordinator/Director for a minimum 2 year contract term and continue to utilize NMC’s Grants Committee.

The board also talked about ideas related to cost cutting measures and enrollment. The board requested for a cost benefit analysis at the next board meeting.

Lunch Break was called at 12:01 p.m. on Tuesday, April 17, 2012. Break ended at 1:30 p.m on Tuesday, April 17, 2012 and the meeting resumed. Chairperson Lizama called the meeting back to order at 1:30 p.m.

e. Program Highlights – CREES

This item was moved up on the agenda. Mr. Ross Manglona, CREES Director presented on the various services that CREES provides to the college and the community. The focus was on how to increase our finances and revenues. The presentation included some important key areas of the division. Highlights and accomplishments of the report included: Childhood Healthy Living Program, Rota Value Added Facility, Tinian Animal Husbandry Center, Aquaculture and CariPac/Resident Instruction Scholarships. Mr. Manglona brought the members for a quick tour of the CREES Nursery. He concluded his presentation and also thanked the Board for their participation.

f. Peer Analysis

Galvin Guerrero, Office of Institutional Effectiveness Director/Accreditation Liaison Officer, reported on Peer Analysis. Guerrero presented a scorecard data on how much states spend on higher education and kindergarten through 12th grade education. Each measure included a definition of data points collected and comparison data. Overall, the percentage of the total state funding that goes to higher education is 11.6%. NMC receives only 4 percent.

A short break was called on Tuesday, April 17, 2012. Chairperson Lizama called the meeting back to order. Chairperson Lizama asked to include the foundation matters under old business.

V. Old Business
   a. Foundation Matters
There was discussion regarding the College’s Foundation membership on the Board of Directors. After further discussion, the board agreed to assign this matter to the legal counsel for an opinion and to table this matter for the next meeting.

b. WASC Matters
   1. WASC Accreditation Update (No action required) - A handout was provided.

VI. New Business
   a. Board Policy for Consideration – First Reading
      1. Board Policy No. 203 – President Recruitment and Hiring (Action Item)

President Hart stated that the board was being asked to consider action on Board Policy No. 203 – Presidential Recruitment and Hiring. This policy is intended to give the board a well-defined process when dealing with the decision and responsibility when selecting the executive leadership of the institution. There was discussion about policies not being published in the commonwealth register. The college had already taken the position that it does not have to publish its policies. Additionally, the board had some concerns with the way the policy was written. A suggestion was made to put more emphasis on confidentiality and to also bring it back in the form of a policy for the second and final reading.

2. Board Policy No. 203.1 – President’s Authority and Responsibilities (Action Item)

President Hart presented Board Policy No. 203.1 – President’s Authority and Responsibilities policy for consideration for action. This policy is intended to address what a president needs to do to achieve the Board’s purposes. It also encompasses the Board-Employee Relationship, General Executive Constraint, Human Relationships, Compensation and Benefits, Budgeting/Forecasting, Financial Conditions, Asset Protection, Communication and Counsel to the Board and Emergency President Succession. President Hart noted that it would be difficult to list all of the things that a President is supposed to do. She said that because it can be overwhelming, many boards decided to identify things that a president cannot do to make things easier. This method is like the Carver model of Board Governance. After much discussion, this policy will be brought back for second and final reading.

3. Board Policy No. 206 – Policy Introduction, Amendment, Passage, & Suspension (Action Item)

President Hart presented Board Policy No. 206 – Policy Introduction, Amendment, Passage, and Suspension for its consideration. The policy outlines how to propose a new policy and/or policy amendments, the process it undergoes as well as the suspension of policies. If passed, this policy will replace board policy no. 1012: Board Operations: Formulation, Adoption, Amendment of Policies and Bylaws and board policy no. 1014: Suspension of Policies, By-Laws and Procedures. The board was informed that the various group constituencies were given ample time to provide their input and comment on the proposed policy. This policy will be brought back for second and final reading.

4. Board Policy No. 301.1 – Academic Freedom (Action Item)

President Hart presented Board Policy No. 301.1 – Academic Freedom for the boards consideration and action. This policy is intended to commit to upholding and preserving principles of academic freedom. It also seeks to foster in its students the maturity and independence of mind to express their viewpoints in a scholarly manner. The faculty, students had ample time to review and provide input in regard to this policy. If passed, this policy will replace board policy no. 3004: Academic Freedom and Responsibility. This policy will be brought back for second and final reading.
5. Board Policy No. 301.2 – Political Activities (Action Item)

President Hart presented Board Policy No. 301.2 – Political Activities for the boards consideration and action. The purpose of this policy is mainly to guide the behavior of students, faculty and staff from engaging in political activity. If passed, this policy will replace policy no. 4427: Outside Employment. A suggestion was made to include Religion as part of political activities. The staff will do more research on this recommendation. This policy will be brought back for second and final reading.

6. Board Policy No. 309.1 – Honorary Degrees (Action Item)

President Hart presented Board Policy No. 309.1 – Honorary Degrees for the boards consideration and action. The purpose of this policy is to be able to award and honor outstanding service to the College and/or to the CNMI at large and who exemplifies the ideals of the College. This is a new policy.

After much review of the policies, the board made the following board action:

**BOARD ACTION NO. 2:**

**Motion:** Regent Orsini motioned to adopt the following policies in the first reading.  
**Second:** Regent Rabauliman seconded the motion.  
**Vote:** The motion passed unanimously.

1. Board Policy No. 203 – President Recruitment and Hiring  
2. Board Policy No. 203.1 – President’s Authority and Responsibilities  
3. Board Policy No. 206 – Policy Introduction, Amendment, Passage, & Suspension  
4. Board Policy No. 301.1 – Academic Freedom  
5. Board Policy No. 301.2 – Political Activities  
6. Board Policy No. 309.1 – Honorary Degrees

b. Board Policy for Consideration – Second Reading  

1. Board Policy No. 200.1 – Institutional Governance (Action Item)

President Hart presented Board Policy No. 200.1 – Institutional Governance for the boards consideration and action. President Hart noted one correction that was not captured last time. The suggested changes are as follows:

- Second paragraph, second to final sentence was suggested to read: “Procedures covered by this provision include, are the constitutions, membership, and structure of these representative bodies.
- Delete the last sentence of the second paragraph.

There was discussion and debate over the suggested language. After much deliberation, President Hart concurred and agreed to delete the last sentence in the second paragraph. The honorary regents were encouraged to bring forward to the board any issues that are not resolved internally.

**BOARD ACTION NO. 3:**

**Motion:** Regent Rabauliman motioned to adopt Board Policy No. 200.1 – Institutional Governance with amendments.  
**Second:** Regent Torres seconded the motion.  
**Vote:** The motion passed unanimously.
c. **Tuition and Fees - Phase One Report (No Action Required)**

Leo Pangelinan, Dean of Student Services provided a report. This is Phase One of that report. He talked about the current structure and compared it against other institutions. The report also focused on the target market, household income data, student financial aid data, and the consumer price index.

The Tuition and Fees Task Force (TFTF) agreed to approach this study in two phases. Phase One includes compiling relevant data and performing the analysis. Phase Two will be to present the data and the recommendations to support for a new tuition fee schedule. The task force hopes to bring more information forward and the team will keep the board informed throughout this process. There was discussion on understanding the need for increasing the tuition fees but also there is that underlying conception that we need to be cognizant of the social and economic ability of those that are not able to afford it. President Hart noted that it is extremely important to see all of the data to be able to make a sound decision. Planning, justification and public awareness was also a major concern. It was also suggested that we should take a gradual approach.

There was major discussion on continuous improvement. The board asked for monitoring reports and monthly reports. It was agreed to establish time allotments for each agenda item and to receive board-meeting minutes at least one week following each meeting. Additionally, all of the items need to be included and nothing is to be distributed at the meeting.

VII. **Legislative Update**

a. **Constitutional Amendment to increase minimal funding**

President Hart presented on the next item, “Constitutional Amendment to increase minimal funding.” President Hart recommended not moving forward at this time until we have more data through our strategic planning efforts.

b. **Pending Bills**

President Hart provided the board with a list of pending bills for informational purposes (handout provided). There was some discussion on H.B. 17-39. To date, there has been no action taken with this particular bill since September 29, 2011.

President Hart noted that there is some movement on other bills, specifically, the one dealing with the college mission and the basic residency requirement. She hopes to address any confusion or concerns that the house members might have on this particular bill.

VIII. **Executive Session** (At any time during the scheduled meeting of the Board of Regents may be required to enter into executive session to discuss matters deemed privileged and confidential)

**BOARD ACTION NO. 4:**

*Motion:* Regent Orilla motioned to go into executive session on Tuesday, April 17, 2012.
*Second:* Regent Rabauliman seconded the motion.
*Vote:* The motion passed unanimously.

**BOARD ACTION NO. 5:**

*Motion:* Regent Rabauliman motioned to rise out of executive session.
*Second:* Regent Orilla seconded the motion.
*Vote:* The motion passed unanimously.
IX. Review and Adoption of Minutes

1. February 14, 2012 – Regular Meeting
2. March 14, 2012 – Regular Meeting

BOARD ACTION NO. 6:

Motion: Regent Torres motioned to adopt the February 14, 2012 and March 14, 2012 Regular meeting minutes.
Second: Regent Rabauliman seconded the motion.
Vote: The motion passed unanimously.

Upon reconvening the meeting, the board took the following action on matters that were discussed during executive session. It was the consensus of the board to add two items in today’s agenda for action. They are listed as follows:

1. To consider participation of Honorary Board Members in Executive Session.

BOARD ACTION NO. 7:

Motion: Regent Torres motioned to disallow the honorary non-voting members of the Board of Regents from participating in executive session of the board of regents.
Second: Regent Rabauliman seconded the motion.
Vote: The motion passed unanimously.

2. To consider whether or not to allow the Honorary Board members to vote.

BOARD ACTION NO. 8:

Motion: Regent Torres motioned to continue to recognize the honorary members as non-voting members of the Board of Regents.
Second: Regent Rabauliman seconded the motion.
Vote: The motion passed unanimously.

X. Upcoming Board Activities

2. Graduation Day – May 19, 2012, Marianas High School Gymnasium
3. Schedule Next Regular meeting – No date set at this time.

XI. Board Self-Evaluation – The members will complete the form and submit for our file.

XII. Adjournment

BOARD ACTION NO. 9:

Motion: Regent Orilla motioned to adjourn the meeting.
Second: Regent Rabauliman seconded the motion.
Vote: The motion passed unanimously.

The meeting adjourned at 6:14 p.m. on Tuesday, April 17, 2012.