MINUTES OF THE
BOARD OF REGENTS
Special Meeting
Thursday, May 6, 2010
Continued on May 17, 2010
Continued on May 19, 2010
3:57p.m.

I. PRELIMINARY MATTERS

Attendance:

Board of Regents: Chairperson Janet Han King, Regent Elaine Hocog Orilla, Regent Frank Rabauliman, Regent Andrew Orsini, Regent Maria (Malua) T. Peter and Regent Charles Cepeda.

Excused Absent: Regent Maria (Paz) C. Younis

Honorary Regents: Larry Lee, Faculty Senate President; Clarice A. Deleon Guerrero, Staff Senate President; Stacey Demapan, ASNMC Officer.

College Staff and Faculty: Lorraine T. Cabrera, NMC Interim President; Frankie Eliptico, OIA Director; Galvin Deleon Guerrero, OIE Director/Accreditation Liaison Officer; Henry Hofschneider, CFAO; Dr. John Griffin, Business Department Chair; and Helen Camacho, Office of Institutional Advancement (Recorder).

Others: Jesse Borja, NMC Legal Counsel

The Special Meeting of the Board of Regents was called to order on May 6, 2010, at 3:57p.m, in the BOR Conference Room, Northern Marianas College, Saipan.

A. Roll Call

Chairperson King called roll call. Six members of the Board of Regents were present. Regent Maria (Paz) C. Younis is excused absent.

B. Review and Adoption of Agenda

Motion: Regent Orilla moved to adopt the meeting agenda of May 6, 2010.

Second: Regent Peter seconded the motion.

Vote: The motion passed unanimously.
II. PUBLIC COMMENTS
None.

II. NEW BUSINESS

1. Fiscal and Legislative Committee Report
   A. Legal Counsel’s Contract
      Motion: Regent Rabauliman moved to go into executive session at 3:58 p.m. on May 6, 2010.
      Second: Regent Orilla seconded the motion.
      Vote: The motion passed unanimously.

IV. EXECUTIVE SESSION
(At any time during the scheduled meeting the Board of Regents may enter into executive session to discuss matters deemed privileged and confidential)

Executive session ended at 5:05 p.m on Wednesday, May 6, 2010.

1. Fiscal and Legislative Committee Report
   A. Legal Counsel’s Contract
      Motion: Regent Rabauliman moved to table the legal counsel’s contract and refer it back to the Fiscal and Legislative Committee for further review.
      Second: Regent Peter seconded the motion.
      Vote: The motion passed unanimously.

   B. Presidential Search Committee – ACCT Proposal
   In a recent Fiscal and Legislative Committee meeting, Regent Rabauliman informed the Board that the committee met and discussed the possibility of costs that will be associated with the search for a President. Interim President Cabrera provided the board a cost analysis (handout provided) of the total amount that will be incurred by the search committee.

   1. Travel cost - ground transportation, hotel accommodations
   2. Advertisements
   3. Background check
   4. Communication cost

   Chairperson King wanted to know that, if the Board hires a consultant, would the firm incur the cost that is associated with these costs.

   Interim President Cabrera indicated that it would be built into the contract.

   Legal Counsel Borja said that background checks are administered separately.

   Regent Orilla said that the old search process covers the various constituent groups and recommended that the Board follow the process that was adopted by the Board
previously. Chairperson King indicated that Regent Orilla’s recommendations are duly noted.

For the record, Regent Cepeda left the meeting and participated by phone beginning at 5:12p.m. For the record, Regent Cepeda went off-line at 5:17p.m.

**Motion:** Regent Orilla moved to recess the meeting at 5:18p.m on May 6, 2010.  
**Second:** Regent Rabauliman seconded the motion.  
**Vote:** The motion passed unanimously.

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**MINUTES OF THE BOARD OF REGENTS**  
**Special Meeting**  
**Thursday, May 6, 2010**  
**Continued on May 17, 2010**  
Continued on May 19, 2010  
1:35p.m

**I. PRELIMINARY MATTERS**

**Attendance:**

**Board of Regents:** Chairperson Janet Han King, Regent Elaine Hocog Orilla, Regent Frank Rabauliman, Regent Andrew Orsini, Regent Maria (Malua) T. Peter, and Regent Charles Cepeda.

**Excused Absent:** Regent Maria (Paz) C. Younis

**Honorary Regents:** Clarice Arriola Deleon Guerrero, Staff Senate President; Larry Lee, Faculty Senate President; and Daniel Kintol, Student Regent Rep.

**College Staff and Faculty:** Lorraine T. Cabrera, NMC Interim President; Frankie Eliptico, OIA Director; Henry Hofschneider, CFAO; Dr. Patrick Moran, Acting Dean of Academic Programs and Services; Shirley Sablan, OIA Marketing Manager; Skep Palacios, Budget Analyst; Leo Pangelinan, Dean of Student Services; Galvin Deleon Guerrero, OIE Director/Accreditation Liaison Officer; and Helen Camacho, Office of Institutional Advancement (Recorder).

**Others:** Jesse Borja, NMC Legal Counsel; Moneth Deposa, Saipan Tribune Reporter; Junhan Todeno, Marianas Variety Reporter.
The Special Meeting of the Board of Regents that recessed on May 6, 2010 was called to order on Monday, May 17, 2010, at 1:35 p.m., in the BOR Conference Room, Northern Marianas College.

C. Roll Call

Chairperson King called roll call. Six members of the Board of Regents were present. Regent Maria (Paz) C. Younis is excused absent.

III. OLD BUSINESS

A. Legal Counsels Contracts

Regent Frank Rabauliman, Fiscal and Legislative Committee Chairperson, outlined and highlighted the events of the committee meeting last Friday. He gave a brief synopsis of the conditions before payment is rendered.

1. Authorize the Chair and the Interim President to negotiate the amount of the billing.
2. Obtain a more detailed billing.
3. Prepare a justification.

Regent Orsini explained that services were rendered and services were realized. She added that in all fairness, the Board should approve the payment for Cabot and Mantanona.

Motion: Regent Rabauliman moved to accept the additional billing and for the Chair and Interim President Cabrera to negotiate a lower billing; and after negotiations, the Board will approve the payment provided the justification and conditions are satisfied.

Second: Regent Orsini seconded the motion.

Regent Peter wanted to know if the college is within the procurement policies and listed some concerns:
1. The signature block that was signed by Chairperson King.
2. Is the committee asking the Board to approve the billing without receiving the most updated billing.

Henry Hofschneider, CFAO, explained that the second billing should go through the procurement process.

Regent Cepeda explained that the college is not liable to pay the billing and listed the following reasons:

1. Scope of work – there’s no change order.
2. Should not pay for additional billing beyond the maximum amount in the contract.
Regent Peter explained that the Board is the policy-making body. The Board should adhere to its own policy.

Regent Rabauliman explained that this was covered at length during the Fiscal and Legislative Committee meeting last Friday. He stated that there is a policy that requires the college to do an RFP if the amount exceeds $25,000. However, the fact remains that the billing for this contract and the services rendered are within the scope of the initial contract. He further stated that the only solution would be to ensure that documentation is satisfied, especially because it did not go through the RFP process.

Regent Peter wanted to know if this procedure is stated in the policy. She is concerned that this places the college in non-compliance with the procurement policies and procedures.

Regent Orilla said the Board should pay the billing and wanted to know how the Board can pay the billing but still be in compliance.

Chairperson King outlined the history of events leading up to the final billing and how the law firm has already performed the work.

Regent Cepeda reiterated that the Board should not and cannot pay for the additional billing submitted by the Cabot & Mantanona law firm. He said that the Cabot & Mantanona law firm proceeded on their own without prior approval.

Chairperson King wanted to know if the college received notification of the second billing.

Legal Counsel Borja advised the Board to go into executive session if they are going to get into the details of the billing.

Chairperson King wanted to know if the college knew that the law firm was going to submit an additional billing.

Regent Rabauliman said that both parties (NMC and Cabot & Mantanona) should have realized that the amount has reached the contracted amount.

**Motion:** Regent Rabauliman moved to authorize the Interim President to clarify the billing amount and negotiate the billing amount with Cabot & Mantanona, as well as to communicate to the law firm to seize any work if that has not been already done.  
**Second:** Regent Cepeda seconded the motion.  
**Vote:** The motion passed unanimously.

**B. Presidential Search Committee – ACCT Proposal**

Interim President Cabrera said that Faculty and Students have identified some individuals to serve on the Presidential Search Committee.
Regent Rabauliman indicated that the Fiscal and Legislative Committee does not recommend entering into another contract at this time due to financial constraints.

C. Senate Hearing on Budget on May 11

Interim President Cabrera informed the Board that NMC staff and Board members Regent Peter, Regent Orsini, and Regent Rabauliman defended the college’s budget. She also informed the Board that NMC staff attended a meeting by invitation by Senator Paul A. Manglona to discuss the foreign worker’s law and how it will affect the enrollment numbers at NMC.

IV. OLD BUSINESS

1. CFAO Report
   B. PPEC Boardmanship Training
      Interim President Cabrera gave details on the upcoming Boardmanship Training scheduled for June 14-15, 2010 at Honolulu Community College. She indicated that American Samoa Community College, Guam Community College, and Palau Community College will be in attendance.

V. EXECUTIVE SESSION
(At any time during the scheduled meeting the Board of Regents may enter into executive session to discuss matters deemed privileged and confidential)

VI. ADJOURNMENT

Motion: Regent Orilla moved to recess the meeting.
Second: Regent Peter seconded the motion.
Vote: The motion passed unanimously.

The meeting recessed at 2:35p.m on May 17, 2010.
The next meeting is set for Wednesday, May 19, 2010 at 3:30p.m.
I. PRELIMINARY MATTERS

Attendance:

Board of Regents: Chairperson Janet Han King, Regent Elaine Hocog Orilla, Regent Frank Rabauliman, Regent Andrew Orsini via phone on Saipan, Regent Maria (Paz) C. Younis via phone in Phoenix, Arizona, and Regent Maria (Malua) T. Peter.

Excused Absent: Regent Charles Cepeda

Honorary Regents: Clarice Arriola Deleon Guerrero, Staff Senate President; Larry Lee, Faculty Senate President; and Miles Rodriguez, Student Regent.

College Staff and Faculty: Lorraine T. Cabrera, NMC Interim President; Frankie Eliptico, OIA Director; Henry Hofschneider, CFAO; Skep Palacios, Budget Analyst; Dr. Patrick Moran, Acting Dean of Academic Programs and Services; Dawn Crystal Revilla, Budget Officer; Joyce Taro, APS; and Helen Camacho, Office of Institutional Advancement (Recorder).

Others: Jesse Borja, NMC Legal Counsel; Moneth Deposa, Saipan Tribune Reporter

The Special Meeting of the Board of Regents that recessed on May 17, 2010 was called to order on Wednesday, May 19, 2010, at 4:30p.m, in the BOR Conference Room, Northern Marianas College.

A. Roll Call

Chairperson King called roll call. Six members of the Board of Regents were present. Regent Charles V. Cepeda is excused absent.

II. EXECUTIVE SESSION

(At any time during the scheduled meeting the Board of Regents may enter into executive session to discuss matters deemed privileged and confidential)

Motion: Regent Rabauliman moved to go into executive session at 4:31p.m on May 19, 2010.
Second: Regent Orilla seconded the motion.
Vote: The motion passed unanimously.

For the record, Regent Orsini arrived at 5:01p.m to attend the meeting.

Executive Session ended at 5:01p.m.
III. NEW BUSINESS
   1. Fiscal & Legislative Committee Report
      a. Legal Counsels Contracts
         Motion: Regent Rabauliman moved to approve the second billing submitted by Cabot & Mantanona.
         Second: Regent Orilla seconded the motion.
         Vote: The motion passed unanimously.

IV. OLD BUSINESS
   1. PPEC Boardsmanship Training
      Interim President Cabrera provided highlights of the upcoming Boardsmanship training to be held on June 14-15, 2010 at Honolulu Community College. She indicated that a Board Retreat will be incorporated on this trip to address the board’s self-evaluation.

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

The meeting adjourned at 5:18p.m. on May 19, 2010.