I. PRELIMINARY MATTERS

Attendance:

**Board of Regents:** Regent Juan T. Lizama, BOR Chairperson; Regent Elaine Hocog Orilla, Vice-Chairperson; Regent Maria (Malua) T. Peter (via VTC in Tinian); Regent William S. Torres; Regent Andrew L. Orsini; and Regent Frank M. Rabauliman.

**Honorary Members:** John Cook representing Dr. Griffin Faculty Senate President; Maria B. Calilong, ASNMC Vice-President; and Dawn Chrystal Revilla, Staff Senate President.

**College Staff and Faculty:** Lorraine T. Cabrera, Interim President; Bobbie Hunter, Human Resource Office; Galvin Guerrero, Accreditation Liaison Officer/Office of Institutional Effectiveness; Rogelio Madriaga, CFAO; Roy Greenland, School of Education Instructor; Barbara K. Merfalen, Dean of Academic Programs and Services; Frankie Eliptico, OIA Director; Leo Pangelinan, Dean of Student Services; Joyce Taro, Academic Programs & Services; James Guerrero, Media Services; and Helen B. Camacho, OIA (Recorder).

**Others:** Jesus C. Borja, NMC Legal Counsel; Moneth Deposa, *Saipan Tribune* News Reporter.

The Special Meeting of the Board of Regents was called to order on Friday, June 17, 2011 at 2:30 p.m. in the BOR Conference Room at the Northern Marianas College, Saipan campus.

a. Roll Call

BOR Chairperson Juan T. Lizama called roll. Six members of the Board of Regents were present.

b. Review and Adoption of Agenda

**Motion:** Regent Orilla moved to adopt the agenda.
II. PUBLIC COMMENTS – None

III. REVIEW AND ADOPTION OF MINUTES

Motion: Regent Orsini moved to approve the minutes for the following meetings: March 16, 2011 Special Meeting; the April 01, 2011 Special Meeting; the May 09, 2011 Special Meeting; the May 20, 2011 Special Meeting; and the June 06, 2011 Special Meeting.
Second: Regent Rabauliman seconded the motion.
Vote: The motion passed unanimously.

IV. OLD BUSINESS

a. Management Team to discuss transitional matters

Interim President Cabrera presented a proposed schedule (handout provided) for Dr. Sharon Y. Hart, NMC President to meet with various groups. Regent Orsini asked to communicate the schedule with Dr. Hart. Chairperson Lizama encouraged all of the members to accommodate the schedule that had been provided. However, Chairperson Lizama will be off-island and apologized that he will not be able to join the members during the introductory meeting with Dr. Hart.

Regent Torres stated that the Board had to finalize goals for the President pursuant to Board Policy No. 1017: Periodic Review and Evaluation of the President. The policy requires that the board satisfy such requirement by July 15 of each year. Regent Orsini agreed with him. Chairperson Lizama noted the concern of Regent Torres with regard to Board Policy No. 1017. Regent Orilla assured the members that the concerns are noted and believes that everything will fall into place.

Regent Peter thanked Regent Torres for raising those concerns and requested that Chairperson Lizama continue with transition matters that are being presented by the Interim President.

Interim President Cabrera assured the Board that the transition team will inform Dr. Hart about the concerns that were raised with respect to the policy No. 1017. She also noted that Dr. Hart is scheduled to attend the annual Post Pacific Education Council meeting to be held on July 18-20, 2011 in Pohnpei.

Chairperson Lizama noted that Regent Orilla as acting chairperson would be setting up a meeting with the Governor and he encouraged all Regents, including Honorary Regents, to join her and the President at such meeting.

Galvin Guerrero recommended that from an accreditation standpoint, it would be prudent that Dr. Hart meet with the Board first before meeting with other groups.
**Interim President Cabrera listed the following management team members:**

Galvin Guerrero, Accreditation Liaison Offer/Institutional Effectiveness Director  
Frankie Eliptico, Office on Institutional Advancement Director  
Barbara Merfalen, Dean of Academic Programs & Services  
Leo Pangelinan, Dean of Student Services  
Dave Attao, Acting Dean of COMPASS  
Rogelio Madriaga, CFAO  
Eric Abragan, Acting IT Director  
Dawn Chrystal Revilla, Staff Senate President  
Maria Calilong, ASNMC Vice-President  
Dr. John Griffin, Faculty Senate President  
NMC Tinian Campus  
NMC Rota Campus

**V. NEW BUSINESS**

**a. To suspend Board Operations: Meeting (Board Policy No. 1015)**

Chairperson Lizama indicated that pursuant to Board Policy No. 1015, the Board is required to hold an annual organizational meeting on the last Thursday in the month of June, however, because of the Board’s arduous schedule with the ongoing Accreditation matters and the Presidential Search, the organizational meeting will not be possible. In light of this conflict, the Board will suspend the rules and set a date to address its organizational meeting.

**Motion:** Regent Orsini moved to suspend Board Policy No. 1015: Annual Organizational Meeting and agreed to hold a meeting on July 14, 2011 to address policy 1015.  
**Second:** Regent Orilla seconded the motion.  
**Vote:** The motion passed unanimously.

For the record, the Board will address “Board Policy No. 1017: Periodic Review and Evaluation of the President” and the BOR Retreat at its next scheduled meeting.

**b. Personnel Matters** - Taken up in executive session.

**VI. REGENTS’ INPUT OF MATTERS OF CONCERN**

Regent Torres listed some concerns and provided a brief summary:

1. Higher Education Symposium  
2. Interim President’s Evaluation  
3. NMC’s Autonomy  
4. House Bills
5. Management Evaluation  
6. Conduct Public Outreach – create a standing committee  
7. Requested for Policies since May 03, 2011

Regent Torres noted the atmosphere of division among the college community, along with issues in NMC’s autonomy. Regent Orilla noted her disagreement on the “factions” on campus noted by Regent Torres. There are no factions. The climate of fear no longer exists.

Chairperson Lizama noted that it was important for the Board to understand its roles and responsibilities versus the roles and responsibilities of the administration. Chairperson Lizama reiterated that the Board has to abide by the accreditation policies and requirements. All board members need training. He also noted that there would be more opportunities to discuss such concerns when the new president arrives.

Regent Torres agreed and reiterated the idea that the college needs better operational management. Regent Orilla recommended that the board have an open dialogue with the incoming president during the Board retreat. Regent Orsini added that the management team be more involved in meeting discussions because they are the most involved with the daily operations of the College.

Interim President Cabrera introduced Dawn Chrystat Revilla as the new Staff Senate President. She noted that Clarice Arriola’s term expired.

John Cook thanked the Chair for the rights granted to him and he indicated that he is most appreciative about being an honorary board member. A discussion followed about having honorary members included in executive sessions. Regent Rabauliman noted that he is not comfortable about discussing personnel matters publicly. Interim President Cabrera stated that in the past, the honorary regents were included in executive sessions of the BOR.

Regent Orsini inquired about the reason behind the rule of including honorary members in discussions in the past and why they are not included now. Interim President Cabrera indicated that she is not aware as to why this practice was stopped. Regent Orsini shared the same sentiments and inquired upon whether the Interim President could find out why the practice was stopped.

Regent Orilla raised her concern about confidential matters. She was concerned because honorary members represent certain groups within the college community and that they may have to report to their group, matters that were discussed in executive session. John Cook respectfully disagreed with the discomfort of Regent Orilla because honorary regents would be able to contribute to and not bring out information from the executive session. Regent Orsini would only agree to the idea if the matters being discussed relates to the honorary regents.

Chairperson Lizama ended the discussions and stated that he allowed Regent Torres to speak. He also noted that anyone is welcome to include any matter in the agenda. Regent Torres noted that his concerns have already been forwarded to the board for review in its most specific form possible.
Chairperson Lizama indicated to the Board that all the matters discussed thus far are in a preliminary stage and that the Board should not jump to conclusions. In addition, Chairperson Lizama indicated that the concerns forwarded via email by Regent Torres are not sufficient and that a more specific and direct method of raising such concerns is expected.

Break called at 4:05 p.m. on Friday, June 17, 2011
Meeting resumed at 4:09 p.m.

Executive Session called at 4:10 p.m on Friday, June 17, 2011
Executive Session ended at 5:40p.m.

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

Executive session ended at 5:40p.m on Friday, June 17, 2011. For the record, Regent Peter did not participate during the executive session portion of the meeting pursuant to the Board Policy on meetings via VTC No. 1015.9. Upon return to the continuation of the session, Chairperson Lizama briefly described to Regent Peter what was discussed during the executive session. The board made the following action.

Personnel matters (Continued)

Motion: Regent Orsini moved to reprimand Interim President Lorraine Cabrera for violating accreditation policy with a 10-day work suspension, all suspended provided that she prepare and transmit an official apology to the Board of Regents and to WASC. The record of suspension and the apology letters will be part of the Interim President’s permanent employment record.

Discussion: Regent Peter asked if the suspension would be with or without pay. It was pointed out that it would be with pay. Regent Peter noted that she would abstain in the vote because she was not present during the discussion of the matter in executive session.

Vote: The motion passed with 3 voting yes, 2 voting no, and 1 abstention.

Yes – Regent Rabauliman
Regent Torres
Regent Orsini

No - Regent Orilla
BOR Chairperson Lizama

Abstain- Regent Peter

VIII. ADJOURNMENT

The meeting ended at 5:41p.m. on Friday, June 17, 2011.