MINUTES OF THE
BOARD OF REGENTS
Special Meeting
Friday, December 28, 2012
10:00 a.m.

I. PRELIMINARY MATTERS

Attendance:

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

Honorary Members: Alex Shen, Honorary Regent/ANMC President; Marie Coleman, Honorary Regent/Staff Senate President and Amanda Diaz, Honorary Regent/Faculty Senate President.

College Staff and Faculty: Dr. Sharon Y. Hart, Executive Secretary to the Board of Regents/NMC President; Barbara Merfalen, Dean of Academic Programs & Services; Chavel Green, Business Department Chair; Cyndi Deleon Guerrero, School of Education Instructor; Jackie Che, Institutional Effectiveness Director; Timothy Baker, Director of Counseling; Velma Deleon Guerrero, Liberal Arts Coordinator; Leo Pangelinan, Dean of Student Services; Kyle Podziewski, School of Education Faculty.

Others: Jesus C. Borja, NMC Legal Counsel; Galvin Deleon Guerrero, Private Citizen.

The Special Meeting of the Board of Regents was called to order at 10:00 a.m. on Friday, December 28, 2012, BOR Conference Room in Building P, NMC Saipan Campus.

II. ROLL CALL

Juan T. Lizama, BOR Chairperson called roll call. Six members of the Board of Regents were present. A quorum was established. Chairperson Lizama welcomed everyone to the meeting and provided some comments.

a. Review and Adoption of Agenda

BOARD ACTION:
Vice-Chairperson Orilla motioned to adopt the agenda for Friday, December 28, 2012 and seconded by Regent Peter. All members voted yes, the motion passed. A short break was called at this time. Upon return from break, Chairperson Lizama called the meeting back to order. Chairperson Lizama indicated that a concern was raised as to the validity of the no confidence vote.

Kyle Podziewski was allowed to make some comments on the validity of the no confidence vote. He indicated that the vote of no confidence is a non-binding act; it expresses the opinion of those participating in the vote. Those who are not present in the vote are not represented because they don't choose to participate. Chairperson Lizama indicated the board is going to discuss this matter in executive session and resume the meeting at 1:30p.m. Amanda Diaz, Faculty Senate President also made a comment and raised a concern about the procedure for addressing this issue.

President Hart indicated that whether or not the faculty had a valid vote or not she would like to put a closure to all of the matters raised by the faculty at the soonest possible so the college can move on.

Chairperson Lizama recognized the presence of Regent Torres and Regent Orsini. He provided a brief update. Marie Coleman, Staff Senate President reiterated the chair’s comments that the board maybe considering an independent contractor to review all the evidence provided. Chairperson Lizama called a recess and informed the public that the board will be in executive session until approximately 1:30p.m.

III. 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.

IV. 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).

Upon reconvening the meeting, the board did not take any actions. However, there were some discussions if whether or not the action that was taken for the no confidence vote on December 14, 2012 was an action done by the faculty assembly or by a group of concerned faculty members who do not represent the faculty assembly. Kyle Podziewski and Amanda Diaz explained to the board that those who were present at the meeting took the action of the no confidence vote during the faculty assembly. Chairperson Lizama wanted to know if the action taken met the requirement of a quorum. It was recommended that perhaps the faculty should provide minutes from the faculty assembly. A short break was called at this time. Chairperson Lizama called the meeting back to the order. Amanda Diaz confirmed that they did have the numbers for a quorum. She indicated that there were a total of 27 faculty members present and 23 votes were casted in support of the no confidence vote. Regent Rabauliman recommended that the board should deliberate on the concerns raised by the faculty.
BOARD ACTION:

Regent Orsini motioned to look at obtaining a third party to review the evidence submitted by the faculty. Upon consideration, Regent Orsini withdrew his motion. Chairperson Lizama recommended that an alternative would be for an independent person to look into the propriety of the action of whether or not the action was done properly procedurally. Regent Torres inquired if the board plans to separate the issues raised from the no confidence vote. Chairperson Lizama said that the board can separate the items but the alternative would be to still review the concerns raised by the faculty.

Regent Orsini motioned that letters A thru H, and numbers 3 & 4 will be addressed as faculty concerns; number 5 and all others will be considered as the issue of no confidence vote. Regent Peter seconded for discussion purposes. Regent Torres indicated for clarification purposes said that only one of the issues listed here addresses the no confidence vote while the rest does not. He recommended separating the two. Chairperson Lizama said that in his view, both matters are cumulative under the no confidence vote. The main issue at hand is whether or not there was a quorum or not.

Counsel Borja said that it is a matter of credibility on the part of the board to determine whether the statements made by the faculty representative support the document that has been officially submitted to the board. Chairperson Lizama agreed with Counsel Borja’s recommendation.

BOARD ACTION:

Regent Orsini motioned to accept the faculty senate report submitted to the board as evidence. There was no second and the motion did not pass. After much discussion, Regent Rabauliman recommended reviewing the faculty’s submission. Regent Rabauliman motioned to accept the report submitted by the Faculty Senate with the exception of item number 5. There was no second and the motion did not pass.

Regent Peter motioned that the board does not accept the number as responded by the faculty representative as 27 being the requirement for a quorum. Regent Rabauliman seconded the motion. Five members voted yes, the motion passed. One voted “No.”

Yes – Chairperson Lizama
  Regent Orilla
  Regent Peter
  Regent Rabauliman
  Regent Torres

No – Regent Orsini

Chairperson Lizama agreed with Regent Torres’ recommendation that the board should allow the Faculty members the opportunity to speak to the board should they wish to ask the board to reconsider its action taken today.
BOARD ACTION:

Regent Torres motioned for the board to come together to review the packet in the next two days (January 3 & 4, 2013). Regent Peter seconded the motion. Regent Rabauliman recommended allowing the President the opportunity to address the issues and concerns with the college community. After much discussion, four members voted yes, two members voted no, the motion passed.

V. BOARD MEETING ASSESSMENT – None.

VI. ADJOURNMENT – Regent Peter motioned to adjourn the meeting. Regent Orilla seconded the motion. All six members voted yes, the motion passed. The board scheduled a special board meeting for January 7, 2013.