I. PRELIMINARY MATTERS

Attendance:
**Board of Regents:** Regent Elaine Hocog Orilla, Acting Chairperson; Regent Frank M. Rabauliman; Regent Andrew L. Orsini; Regent William S. Torres and Regent Maria (Malua) T. Peter.

**Excused Absent:** Juan T. Lizama, Chairperson; Regent Michaela U. Sanchez.

**Honorary Members:** Alex Shen, Honorary Regent/ASNMC President; Daniel Kintol, Honorary Regent/Staff Senate President; Kyle Podziewski, Honorary Regent/Faculty Senate President.

**College Staff and Faculty:** Dr. Sharon Y. Hart, Executive Secretary to the Board of Regents/NMC President; Amanda Allen, Accreditation Liaison Officer; Jackie Che, Institutional Effectiveness Director; Romeo Cuellar, Disability Service Coordinator/Counselor; Cyndi Deleon Guerrero, School of Education Instructor/Faculty Senate Vice-President; Jemma Q. Manibo, NMC Student; Larry Lee, Business Department Instructor; Frankie Eliptico, External Relations Director and Helen B. Camacho, Board Secretary (Recorder).

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

The Regular Meeting of the Board of Regents was called to order at 1:15 p.m. on Thursday, June 06, 2013, BOR Conference Room, NMC Saipan Campus.

a. Roll Call

Regent Elaine Hocog Orilla, Acting Chairperson called roll call. Five members of the Board of Regents were present. A quorum was established.

b. Review and Adoption of Agenda

**BOARD ACTION:** Regent Peter motioned to adopt the meeting agenda and seconded by Regent Rabaulima. Regent Rabauliman motioned to add an item at this time under New Business. See below:

**Add:** New Business (d) – BOR Resolution No. 2013-03 Exigency Resolution
Discussion: There was an inquiry about the proposed board resolution and its purpose. Regent Torres indicated that if this resolution involves accreditation matters then perhaps the board should take it up in executive session. Dr. Hart explained that it is not necessary but yields to the board if they feel it would be best to take up in executive session. In response to Regent Rabauliman that this is only an introduction, Acting Chairperson Orilla agreed and added that the staff can always articulate the purpose of this request in executive session.

Regent Rabauliman motioned to table item IV. Election of BOR Vice-Chairperson for its next meeting. Regent Torres recommended proceeding with the agenda. The motion did not pass.

BOR Acting Chairperson Orilla called the vote and all five members voted yes to adopt the agenda with the recommended changes. The motion passed.

c. Review and Adoption of Minutes

1. May 01, 2013 Continued May 02, 2013 Regular Meeting

   BOARD ACTION: Regent Orsini motioned to adopt the meeting minutes of May 01, 2013 continued on May 02, 2013 and seconded by Regent Rabauliman. All five members voted yes, the motion passed.

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 for five (5) minutes.

1. Jemma Q. Manibo, an NMC Student was present to speak under public comments. She talked about the recent non-renewal of Mr. Kyle Podziewski and Mr. Larry Lee. She outlined the experiences and educational background that the two instructors hold. Jemma pleaded for the reinstatement of the two instructors and to prove that they are not qualified.

2. Lawrence Camacho was present to speak under public comments. He also talked about the recent non-renewals of the two instructors. Mr. Camacho also talked about the petition that was circulated by the students in support of the re-instatement of the two instructors. He also referred to violation of policies and procedures related to the non-renewal of the two instructors and the overall concerns of the way things were handled by the administration.

III. BOARD CHAIR’S REMARKS –

Regent Elaine Hocog Orilla, Acting BOR Chairperson provided some comments. She stated how the Board of Regents represents the interest of the public within the commonwealth on matters concerning postsecondary education. She added that the board faithfully acts according to board policies and specific standards established by the accrediting body. Regent Orilla asked everyone to continue to work together.

IV. WASC ACCREDITATION UPDATE –

Amanda Allen, Accreditation Liaison Officer provided an update on the status of the institutions progress. She highlighted the following:

1. CFO position filled.
2. Minimum Faculty qualification implementation plan.
3. Criteria and means of assessment for SLOs in the area of student learning.
4. Access to Tinian and Rota
5. Rota Site Coordinator announced.
6. Tinian Coordinator apprenticeship training.
7. IT department working on the network for Tinian and Rota.
8. Focused on student learning outcomes campus wide.
9. Factual errors and for consistency sent to ACCJC on May 31, 2013 (copy provided in the packet).
10. Standard teams continue to meet weekly.
11. Accreditation Reaffirmation Team (ART) meets every Wednesday.
12. College Hour will continue through the summer at least twice a month.
13. Review of our mission on a regular basis.
14. Fill Grant Writer.
15. IT Director position filled.
16. IE Guide draft to campus deadline for comments extended to Friday, April 26.
17. Policies are with BOR consultant for upcoming training.
18. Mock Visit

Regent Torres recognized the excellent work of the administration. The report gives everybody a sense of timetable and expectations. Acting Chairperson Orilla also thanked everyone for their hard work.

V. OLD BUSINESS

a. BOR Calendar

BOARD ACTION:

Regent Torres motioned to adopt the BOR Calendar and seconded by Regent Rabauliman. It was recommended to add an evaluation component for both the board and president. All five members voted yes, the motion passed.

VI. NEW BUSINESS

a. BOR Resolution No. 2013-02 – To update Bank Signatures

President Hart introduced the newest member of the college, Ms. Tracy Guerrero, Chief Financial Officer. Acting Chairperson Orilla welcomed Tracy to the meeting.

President Hart presented the board resolution requesting the board to take a formal action and adopt the resolution that will allow President Hart and the CFO to be the authorized signatures on the checks that are drawn from NMC accounts (Bank of Guam, First Hawaiian Bank, and Bank of Hawaii). She added that the authorization would also include investments as well.

Regent Torres noted that the draft being presented does not include the authority over investments. He recommended adopting the draft that is being presented at this time. He also reminded everyone that individuals, who are signatories of college accounts, should be bonded. Counsel Borja agreed to that statement and was under the assumption that this was being practiced. President Hart will look into this and will provide an update at the next meeting.

BOARD ACTION: Regent Torres motioned to adopt Board Resolution No. 2013-02 and seconded by Regent Rabauliman.
**Discussion:** Regent Rabauliman noted for the record that the correct title is Chief Financial Officer (CFO) and not CFAO. President Hart explained the difference between the two titles. She added that often times some areas within the organization refers to other sections of the college, i.e. the Facilities that remain under Dean Dave Attao. This distinguishes the responsibilities of the various Deans within the college.

**BOARD ACTION:** Regent Torres respectfully withdrew his motion to discuss this further in executive session. The motion was withdrawn. The board will further discuss this in executive session.

**b. Collaborative Agreement between NMC and Public School System**

President Hart presented a draft Board Resolution Relative to Collaboration with the CNMI Public School System. However, she recommended a resolution from the board that discusses the collaboration with the college and the CNMI public school system in lieu of an MOU. Regent Torres agreed that because there is substantive difference of a collaboration agreement and a resolution. It was recommended to amend the agenda. The resolution would give the president the authority for engagement.

**BOARD ACTION:** Regent Rabauliman motioned to amend the agenda to change the agenda item from “Collaborative agreement between NMC and PSS” to Board Resolution No. 2013-03 and seconded by Regent Peter. All five members votes yes, the motion passed. There was a recommendation for a joint board resolution. This item is tabled for next meeting. All of the members will be present at the Joint Adhoc Committee meeting scheduled for June 11, 2013 at 3pm in the BOR Conference Room.

**c. Board Policies for Consideration – First Reading**

- **Section 1000 – Board Operations**
- **Section 2000 – 9000 College Operations**
- **Section 2000 – Organization**
- **Section 3000 – Academic Affairs**
- **Section 4000 – Student Affairs**
- **Section 5000 – Personnel**
- **Section 6000 – Compensation**
- **Section 7000 – Financial Affairs**
- **Section 8000 – Miscellaneous**
- **Section 9000 – Index**

**BOARD ACTION:**

Regent Orsini motioned to adopt the Board Operations Policies No. 1000 thru 1024 and sections 2000 thru 9000 (College Operations) to be adopted in first reading and seconded by Regent Peter. All five members voted yes, the motion passed.

**Honorary Student Member Policy No. 1003 – (Original Numbering System)**
**Honorary Faculty Member Policy No. 1004 – (Original Numbering System)**
**Honorary Staff Member Policy No. 1030 – (Original Numbering System)**
President Hart informed the board that the following board policies are on the agenda and are being reviewed because of what came forward in the Show Cause report from the commission that was specifically asking the institution and the board of regents to review the honorary regents who serve in that capacity within the college. She added that the full report from the commission provided details on some of the issues and concerns that the visiting team found in relation to the role and responsibility of the honorary regents. As a result of that, all of the items that are in the show cause report must be addressed. It is the recommendation that the board looks at these and takes action pertaining to the honorary regents.

Regent Orsini provided some comments and indicated that in the history of the college, the board has never been faced with making the decision to remove the honorary members. Regent Orsini is troubled that they are faced with this dilemma.

**BOARD ACTION:**

Regent Rabauliman motioned to accept the three polices under first reading for consideration and seconded by Regent Peter. President Hart noted that the First reading would allow the community some time to review and comment before the board makes its final action. There were some procedural discussions.

**BOARD ACTION:**

Regent Rabauliman withdrew his earlier motion. There were no objections. The motion is withdrawn.

**BOARD ACTION:**

Regent Peter motioned to place all three policies as an action item for first and final reading and seconded by Regent Rabauliman. Regent Torres provided some comments and indicated how the board has mulled over the issues raised in the show cause letter and one of which is the issue of having college constituencies directly participating in board policies. The action that the board is about to take is necessary in order to preserve the boards’ independence in making policy decisions.

Acting Chairperson Orilla called for a vote and the following is a recording of those votes: All four members voted yes, the motion passed. It was noted for the record that the motion is to rescind the policies.

Yes:
Regent Orilla
Regent Peter
Regent Rabauliman
Regent Torres

Nay:
Regent Orsini

Regent Torres made some comments and thanked the honorary members for their valuable insights and dedication to the institution. Regent Peter also thanked the honorary members for all their hard work. Acting Chairperson Orilla echoed the same sentiments and urged them to continue working with the institution.
Kyle Podziewski, Faculty Senate representative read aloud directly from the action letter. Here’s an excerpt, “the evaluation team states the following, although the college has a number of collegial governance bodies and decision making process through those bodies, the existence of honorary regents suggests that college council does not truly act as an advisory group to the president.” College council does not act as an advisory group to the president now. So, by eliminating the members does not affect anything. The bodies that he referred to aren’t functioning as advisory bodies. President Hart explained that there are processes in place where issues should be discussed internally.

Alex Shen, Honorary Student Regent/ASNMC President also provided some comments and added that house of representative Roman Benavente recently introduced a bill for a voting student regent. In response to the good legislator, Alex wrote to him and indicated that although the students are in support of a student regent, they have to understand accreditation standards and recommendations.

Break was called at 2:55 p.m. on Thursday, June 06, 2013. Break ended at 3:07 p.m. Regent Elaine Hocog Orilla, Acting BOR Chairperson called the meeting back to order.

d. Board Resolution No. 2013-03 Relative to Declaring Exigency Relative to ACCJC Show Cause Order

**BOARD ACTION:**

All of the members agreed to table this for executive session.

VII. LEGISLATIVE UPDATE

a. Proposed House Bill – NMC Mission Statement

Frankie Eliptico, External Relations Director presented a proposed house bill that was drafted by NMC’s legal counsel, Chis Timmons. Counsel Borja also made his review and submitted some additional changes. Basically, when Legislative Initiative 17-12 was launched to amend the CNMI constitution to allow the Board of Regents to set the mission statement of the college. Currently, in the law, that same language about the mission statement is in statute, so this bill would essentially delete that. Therefore, the administration is requesting for the board’s support.

**BOARD ACTION:**

Regent Orsini motioned to support the proposed house bill and seconded by Regent Peter. There was a discussion on format and procedural concerns. It was recommended that the president will write a letter to the legislature. All five members voted yes, the motion passed.

VIII. REPORTS

a. President’s Report

President Hart provided an update. She highlighted the following:

1. Graduation ceremony a success.
2. Enrollment numbers are a little disappointing.
3. Student Management System

b. Student Management System (Informational Only)
President Hart introduced Jonathan Liwag, the new IT Director. The members welcomed Jonathan to his first board meeting.

Jonathan provided an update on the ongoing upgrades that have been going on at the college. He highlighted the following:

1. Upgrades are necessary in order to upgrade the student information system.
2. Online registration feature is dependent upon a system software upgrade from 7.4 64-bit to 8.3.1 version.
3. Training will be provided to our faculty.
4. A soft launch is expected prior to spring 2014 and expected full implementation of the student management system by spring 2014.
5. A timetable was provided.

c. Chief Financial Officer (Financial Report)

Tracy Guerrero, Chief Financial Officer gave the board a brief background and experiences working for the CNMI Superior Court. She served as the Director of Administration. She also worked for the U.S. Government Accountability office (U.S. Federal Government Auditor). Tracy holds a M.B.A from California State University and a B.A from University of California, Berkley.

Tracy provided a financial update. She highlighted the following:

1. NMC has a very strong financial foundation.
2. Analysis of the approved budget with revenues and expenditures are on target.
3. Meet target goals with respect to the operations.
4. Personnel funding looks good.
5. Closing out fiscal year 2012 financial audit with the external auditor, Scott Magiliari & Company.
6. Exit meeting with auditor shows that fifth year in a row, NMC has unqualified financial statements.
7. Two findings with federal compliance but feel confident that this will be cleared.

d. BOR Standing Committees

1. Budget and Finance Committee – None.
2. Program Committee – None.
3. Adhoc Committees – None.

IX. BOR ANNUAL ORGANIZATIONAL MEETING

1. Election of BOR Vice-Chairperson

BOARD ACTION: Regent Rabauliman motioned and subsidiary motion to table this item for next meeting and seconded by Regent Orsini. All five members voted yes, the motion passed. Tabled for next meeting.

X. EXECUTIVE SESSION
Regent Orsini motioned to move into executive session and seconded by Regent Peter. All five voted yes, the motion passed.

XI. ADJOURNMENT

Regent Peter motioned to adjourn the meeting at 5:00p.m. on Thursday, June 06, 2013 and seconded by Regent Orsini. All five members voted yes, the motion passed.