



PASSAIC COUNTY COMMUNITY COLLEGE • 973 684-5900
ONE COLLEGE BOULEVARD, PATERSON, N.J. 07505-1179

OFFICE OF THE PRESIDENT

PASSAIC COUNTY COMMUNITY COLLEGE

Attached are the Board resolutions passed at the January 21, 2020 Board of Trustees meeting. If you have any questions, please call me.

STEVEN ROSE, Ed.D.
SECRETARY
BOARD OF TRUSTEES

**BOARD OF TRUSTEES
PASSAIC COUNTY COMMUNITY COLLEGE
January 21, 2020 - AGENDA**

Page 1 of 2

At 7:00 p.m. on Tuesday, January 21, 2020, the Board of Trustees of Passaic County Community College will hold a regular meeting. The meeting will take place in The Paterson Room, Passaic County Community College, One College Boulevard, Paterson, New Jersey. The public is invited to attend, per the Open Public Meetings Act, N.J.S.A. 10:4-6. In addition, the Board will meet in executive session to discuss such issues as are allowed pursuant to NJSA 10:4-12. A copy of the agenda and packet are available for public inspection.

CALL TO ORDER

ROLL CALL

PLEDGE OF ALLEGIANCE (All Stand)

CONSIDERATION OF MINUTES – December 17, 2019

PRESENTATION:

- A. Proposed FY2020-2021 Budget

REPORTS

- President
 - Significant Activities
 - Statement of Revenue and Expenditures
- Chairman

DISCUSSION AGENDA

- A. **INSTRUCTIONAL ITEMS**
 - Nurse Education Contract PCCC/SCCC
 - PALS Plus, Incorporated
- B. **BUSINESS ITEMS**
 - Proposed FY 2020-2021 Budget
 - Request for Chapter 12 Funding
 - Purchases of Goods and Services
- C. **POLICY MATTERS**
 - Second Reading:** Board Policy A101 – PCCC Board of Trustees Bylaws
- D. **PERSONNEL ITEMS**

EXECUTIVE SESSION

Discussion of personnel, contract negotiations, and matters protected by attorney-client privilege

Continued.....

BOARD OF TRUSTEES
PASSAIC COUNTY COMMUNITY COLLEGE
January 21, 2020 - AGENDA
Page 2 of 2

PUBLIC HEARING

Proposed FY2020-2021 Budget

ACTION ITEMS

Consent Resolution

A. INSTRUCTIONAL ITEMS

Nurse Education Contract PCCC/SCCC
PALS Plus, Incorporated

B. BUSINESS ITEMS

Proposed FY 2020-2021 Budget
Request for Chapter 12 Funding
Purchases of Goods and Services

C. POLICY MATTERS

Second Reading: Board Policy A101 – PCCC Board of Trustees Bylaws

D. PERSONNEL ITEMS

REMARKS: PUBLIC; TRUSTEES

ADJOURNMENT

PASSAIC COUNTY COMMUNITY COLLEGE

ROLL CALL

BOARD OF TRUSTEES	PRESENT	ABSENT
Alumni Rep Greco		X
DuHaime	X	
Esquiche		X
Marco	X	
Moody	X	
Pou	X	
Rodriguez		X
Smith		X
Trivedi	X Arrived 7:04 p.m.	
Tanis	X	
Nutter	X	

DATED: JANUARY 21, 2020

PASSAIC COUNTY COMMUNITY COLLEGE
Resolution #1 – CONSIDERATION OF MINUTES

Offered by TANIS Seconded by MARCO

Board of Trustees	Yes	No	Abstain	Absent
DuHaime	X			
Esquiche				X
Marco	X			
Moody	X			
Pou	X			
Rodriguez				X
Smith				X
Trivedi	X			
Tanis	X			
Nutter	X			

CONSIDERATION OF MINUTES

BE IT RESOLVED that the Board of Trustees of Passaic County Community College hereby approves the minutes of the December 17, 2019 Board of Trustees meetings, as presented.

DATED: JANUARY 21, 2020

The following are the minutes of the Board of Trustees of Passaic County Community College, held in the Main Conference Room at the Passaic Academic Center, 2 Paulison Avenue, Passaic, New Jersey on Tuesday, December 17, 2019.

CALL TO ORDER

President Rose stated that notice of the meeting was mailed to the Herald News, the Record, the Office of the County Clerk, and posted on the bulletin board of the College Boulevard building on November 20, 2019.

Chairman Nutter stated that inasmuch as adequate notice of the meeting had been given, the meeting was called to order at 7:05 p.m. A copy of the agenda was reviewed and available for public inspection.

ROLL CALL

Richard A. DuHaime
Yolanda Esquiche
Dennis F. Marco
Alonzo Moody
Sharon C. Smith

Ronak Trivedi
Jennifer Greco, Alumni Representative
Steven M. Rose, Secretary
Barbara Tanis, Vice Chairwoman
Harvey J. Nutter, Chairman

Absent

Taina Pou
Carlos Rodriguez

PLEDGE OF ALLEGIANCE

Chairman Nutter asked Trustee DuHaime to lead the Pledge of Allegiance.

CONSIDERATION OF MINUTES – November 19, 2019

Chairman Nutter asked for a motion on Resolution #1 – Consideration of Minutes for November 19, 2019; moved by Trustee Moody; seconded by Trustee Tanis. Upon roll call, Resolution #1 passed with Trustee Trivedi “abstaining” and all other members present voting “yes.”

PRESENTATIONS

The two presentations that evening were: (1) Associate in Science, Advanced and Continuous Studies; and (2) Status of Healthcare, were both presented by Dr. Jacqueline Kineavy, Senior Vice President for Academic and Student Affairs.

The first presentation centered on a new initiative with Ramapo College wherein PCCC students who have earned an Associate's degree can complete their third year of studies at PCCC and then transfer to Ramapo to complete their last year on their campus. For simplification, that initiative was being called 3+1. Only certain programs are a part of that initiative (Criminal Justice, Humanities, and Psychology), with financial aid also available to the students. It was anticipated that other programs will be added in future years. In addition, Open Educational Resources (OER) would be engaged to ensure textbooks were not prohibitive to learning.

In the second presentation, Dr. Kineavy highlighted the current programs the College offers (Nurse Education, Radiography, and Health Information Management), as well as new programs being created (Certified Medical Assistant, Dialysis Technician, Ultrasound, and Paramedic Science), and with the Board's approval, a Coordinator of Health Care Certificates would promote and organize that division for the College.

Dr. Kineavy did note that many of the health programs were very "hot" according to recent studies the College participated in, with significant growth potential in both numbers of positions and wages. President Rose then reintroduced the concept in the Facilities Master Plan that was approved by the Board last year to make the Passaic Academic Center a Health Sciences Campus. He noted too that the funding was not currently available.

REPORTS

President/Vice Chair: None

DISCUSSION AGENDA

The following items were approved for placement on the Action Items agenda:

A. Instructional Items

Associate in Science, Advanced and Continuous Studies Degree; and the Associate in Science, Criminal Justice

President Rose informed the Board that the current degree in Criminal Justice was an option in the Liberal Arts transfer degree. In making it its stand-alone degree, 15 credits in criminal justice courses would be taught in addition to the 45 credits in general education.

B. Business Items

Fire Truck Simulator

Mr. Michael A. Cerone, Jr., College Counsel, presented the Memorandum of Agreement between Passaic County Community College and the City of Paterson detailing the desire for the College to house the fire truck simulator at its Public Safety Academy campus in Wayne. A brief question and answer period took place noting that the Paterson Fire Department and the Fire Science Program students at the Wayne campus would have use of that computer-generated program.

Purchases of Goods and Services

The following goods and services, which were obtained through a Fair and Open Process, in compliance with NJSA 19:44A-20.4 et seq and NJSA:18A:64A-25 et al. are so noted and recommended. President Rose stated he would be happy to answer any questions that the Board may have.

- Software Licenses
- Public Safety Equipment, Software, and Services
- Request for Proposals 20-06 – 3D Printer and Accessories

C. Policy Matters

First Reading: Board Policy A101- Passaic County Community College Board of Trustees Bylaws

Mr. Cerone informed the Board that the Bylaws were revised to reflect the addition of the Pledge of Allegiance, which shall begin before all meetings of the Board of Trustees, and two readings would continue to be required for any new or revised board policy before it takes effect. Other than those changes, no other changes were made.

D. Individual Resolution for Vice President Robert Mondelli

President Rose acknowledged publicly that the Vice President of Information Technology, Mr. Robert Mondelli, was retiring after 40 years of service to PCCC. He noted too that Mr. Mondelli started at the College as a student and he emphasized that the College was where it was today, technologically, due to Mr. Mondelli's leadership.

Vice President Mondelli spoke about his amazing journey at the College and how it literally saved his life. He thanked the Board for its unwavering and continuous support, as well as that of President Rose, who made working at the College alongside of him a unique, collaborative experience. For that, he said, he would be forever grateful.

President Rose then introduced Vice President Mondelli's replacement, Mr. Bradley Morton, and the unique circumstances allowing an overlap between the two individuals to keep the College going and the ability to exchange some knowledge.

E. Personnel Items

The personnel items were pending the outcome of the Executive Session discussion.

EXECUTIVE SESSION

Chairman Nutter asked for a motion to go into executive session at 7:40 p.m.; moved by Trustee Tanis; seconded by Trustee Moody. Chairman Nutter stated that the Board would meet in Executive Session about twenty minutes to discuss personnel, contract negotiations, and matters protected by attorney-client privilege, and that no action would be taken in executive session. Upon roll call, the motion to go into executive session was approved by all members present voting "yes."

Chairman Nutter called the meeting to order at 7:52 p.m., stating that the Board met in Executive Session to discuss personnel, contract negotiations, and matters protected by attorney-client privilege, and that no action was taken in executive session.

ACTION ITEMS AGENDA - Consent Resolution

Chairman Nutter asked for a motion on Resolution #2 - Consent Agenda Items A through E. Trustee Trivedi moved Resolution #2; seconded by Trustee Smith. Upon roll call, Resolution #2 passed with all members present voting "yes."

A. INSTRUCTIONAL ITEMS

Associate in Science in Advanced and Continuous Studies

The Associate in Science in Advanced and Continuous Studies as outlined in the attached Program Announcement.

Associate in Science in Criminal Justice

The Associate in Science in Criminal Justice degree, a sixty (60) credit degree that focuses on individuals who may elect to enter the criminal justice profession, professionals already employed in the field who wish to advance their careers, and students who want to continue their education at the baccalaureate level.

B. BUSINESS ITEMS

Fire Truck Driving Simulator

The Memorandum of Agreement between Passaic County Community College and the City of Paterson for the terms of the Fire Truck Driving Simulator.

Purchase of Goods and Services

The following goods and services, which were obtained through a Fair and Open Process, in compliance with NJSA 19:44A-20.4 et seq. and NJSA 18A:64A-25, are so noted and recommended.

Software Licenses (Public Bid Exception per NJSA 18A:64A-25.5 a. (19) – Goods or services for proprietary computer hardware, software, or systems) (Funding Source: Carl D. Perkins Career and Technical Education Grant; \$20,450.00 Available)

Adobe *Creative Cloud* licenses for academic use. Business Entity and Political Contribution Disclosures required.

JourneyEd.com, Inc.
80 East McDermott Drive
Allen, TX 75002

\$19,494.75
(Recommended Award)

Public Safety Equipment, Software and Services (Public Bid Exception per NJSA 18A:64A-25.5 a. (19) – Goods or services for proprietary computer hardware, software, or systems) (Funding Source: FY-2019 College Capital Funds, \$4,828.10 Available)

Blackboard *Transact* Mobile Readers and associated software and services. Vendor year-to-date spend exceeds Board review threshold.

Transact Campus, Inc.
P.O. Box 392770
Pittsburgh, PA 15250

\$4,531.00
(Recommended Award)

Request for Proposal 20-06 – 3D Printer and Accessories (Below Public Bid threshold) (Funding Source: Carl D. Perkins Career and Technical Education Grant; \$23,924.00 Available)

Replacement/upgrade of existing 3D Printer used in Engineering curriculum.

Allegheny Educational Systems Inc.
320 East 3rd Avenue
Tarentum, PA 15084

\$23,924.00
(Recommended Award)

C. POLICY MATTERS

First Reading: Board Policy A101 – PCCC Board of Trustees Bylaws

D. INDIVIDUAL RESOLUTION: for Vice President Robert Mondelli

E. PERSONNEL ITEMS

I. Separations

- A. Rodolfo Arango, Manager – Enrollment Services
- B. Andrew Pawelczak, Assistant Professor - English
- C. Thomas Gaveglio, Assistant Manager - Plant Operations - Facilities
- D. Joy Tucker, Senior Counselor – Educational Opportunity Fund
- E. Charise Breeden-Balaam, Counselor – Educational Opportunity Fund

II. Appointments

- A. Shona Wright, Lead Instructor – Youth Education Program
- B. Darrilyn Di Nardo, Assistant Director – Continuing Education and WD
- C. Rosemarie Rocchio, Coordinator of Health Care Certificate Programs
- D. Geoffrey Gordon, Education Faculty, Instructor Rank (temp appointment)
- E. Lucius Baldwin, Counselor/Retention Specialist (EOF)
- F. Serena Scalise, Program Coordinator, MDRC

III. Faculty Tenure Recommendations

The following faculty members have met the College's standards for excellence in teaching and are hereby recommended for tenure. Tenure status, if approved, will become effective at the start of the Fall 2020 semester.

<u>Name</u>	<u>Department</u>
Mary Dajnak	Fine Arts
Cheryl Morgan-Duncan	Radiography
Erica Foote	Biological and Physical Sciences
Michael Grinberg	Engineering
Khlood Kourani	Business Administration
Henriette Mozsolits	Biological and Physical Sciences
Janice Rama	Nurse Education
Joao Paolo Rodrigues	Computer Information Science

IV. **Adjunct Faculty Collective Negotiations Agreement**

The representatives of Passaic County Community College and the Passaic County Community College Chapter of the United Adjunct Faculty of New Jersey, Local 2222, having negotiated in good faith the terms of a new Collective Negotiations Agreement covering the period from July 1, 2019 to June 30, 2022, have agreed to the terms and conditions summarized in the attached.

V. **Part-time Temporary Appointments**

REMARKS:

Publics: None

Trustees: Chairman Nutter thanked the Board for the gift sent to him while he was ill, noting he sent a card thanking the Board for its kindness.

ADJOURNMENT

Chairman Nutter asked for a motion to adjourn the meeting at 7:55 p.m.; moved by Trustee Tanis; seconded by Trustee Trivedi. Upon roll call, the motion to adjourn the meeting passed unanimously with all members present voting "yes."

PASSAIC COUNTY COMMUNITY COLLEGE

EXECUTIVE SESSION

Offered by MARCO Seconded by TANIS

BOARD OF TRUSTEES	PRESENT	ABSENT
DuHaime	X	
Esquiche		X
Marco	X	
Moody	X	
Pou	X	
Rodriguez		X
Smith		X
Trivedi	X	
Tanis	X	
Nutter	X	

The material for Executive Session will be provided under separate cover.

DATED: JANUARY 21, 2020

PASSAIC COUNTY COMMUNITY COLLEGE

RESOLUTION #2-CONSENT RESOLUTION – ACTION ITEMS A, B, C, and D

Offered by TANIS Seconded by MARCO

Board of Trustees	Yes	No	Abstain	Absent
DuHaime	X			
Esquiche				X
Marco	X			
Moody	X			
Pou	X			
Rodriguez				X
Smith				X
Trivedi	X			
Tanis	X			
Nutter	X			

BE IT RESOLVED that the Board of Trustees of Passaic County Community College, upon the recommendation of the President, hereby approves the following actions:

A. INSTRUCTIONAL ITEMS

The Nurse Education Contract between Passaic County Community College and Sussex County Community College as presented.

The appointment of Ms. Mibong La, Head Librarian as PCCC's Library representative to PALS Plus, Inc., and Mr. Ken Karol, Technical Resources Librarian, as PCCC's Library's alternate voting representative to PALS Plus.

B. BUSINESS ITEMS

FY 2020-2021 Budget

BE IT RESOLVED that the Board of Trustees of Passaic County Community College, upon the recommendation of the President, hereby approves Passaic County Community College's Operating Budget in the amount of \$54,833,010; the Chapter 12 Funding in the amount of \$3,200,000; and the Capital Budgets in the amount of \$1,753,860 and \$642,300 for the fiscal year commencing on July

PASSAIC COUNTY COMMUNITY COLLEGE

RESOLUTION #2-CONSENT RESOLUTION – ACTION ITEMS A, B, C, and D

1, 2020 and ending on June 30, 2021; and be it further

RESOLVED that the Board of Trustees of Passaic County Community College formally requests that the Board of School Estimate of Passaic County Community College fix the amount of \$15,171,000 to be raised through tax levy for current operations for the Fiscal Year commencing July 1, 2020 and ending June 30, 2021; and be it further

RESOLVED that the Board of Trustees of Passaic County Community College formally requests that the Board of School Estimate of Passaic County Community College fix the amount of \$3,200,000 to be raised through the issuance of bonds for the attached Chapter 12 Funding (Attachment A) for the Fiscal year commencing July 1, 2020 and ending June 30, 2021; and it be further

RESOLVED that the Board of Trustees of Passaic County Community College formally requests that the Board of School Estimate of Passaic County Community College fix the amount of \$1,753,860 to be raised through the issuance of bonds for the attached capital equipment list (Attachment B) for the Fiscal year commencing July 1, 2020 and ending June 30, 202; and be it further.

RESOLVED that the Board of Trustees of Passaic County Community College formally requests that the Board of School Estimate of Passaic County Community College fix the amount of \$642,300 to be raised through the issuance of bonds for the attached capital equipment list for the Observatory at Rifle Camp Park (Attachment C) for the Fiscal year commencing July 1, 2020 and ending June 30, 2021.

Purchases of Goods and Services

The following goods and services outlined below, which were obtained through a Fair and Open Process, in compliance with NJSA 19:44A-20.4 et. seq. and NJSA 18A:64A-25 et al. are so noted and recommended. The Vice President for Finance and Administrative Services certifies funding is available.

Flooring Contractor Services (Public Bid Exception per NJSA 18A:64A-25.5 a. (24) – at or below State Contract pricing) (Funding Source: FY-2019 College Capital Funds; \$359,472.43 Available)
Estimated amount for FY-2020. Authorized distributor for NJ State Contracts 81751, 81755 and 81756.

Commercial Interiors Direct, Inc.
1 South Corporate Drive
Riverdale, NJ 07457

\$50,000.00
(Recommended Award)

PASSAIC COUNTY COMMUNITY COLLEGE

RESOLUTION #2-CONSENT RESOLUTION – ACTION ITEMS A, B, C, and D

Utility Services (Public Bid Exception per NJSA 18A:64A-25.5 a. (8) – Public Utility)

(Funding Source: FY-2019 and FY-2020 College Operating Funds; \$2,031,000.00 Available)

Change to estimated amounts for FY-2020 due to service provider changes. Total estimate remains unchanged.

Gas and Electric Service	\$1,698,000.00 (Recommended Award)
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Service Providers

Public Service Electric & Gas	\$350,000.00
Direct Energy	\$560,000.00
Constellation Energy	\$558,000.00
East Coast Power and Gas	\$80,000.00
Jersey Central Power and Light	\$150,000.00

Request for Proposal 20-07 – Grant External Evaluator (Public Bid Exception per NJSA 18A:64A-25.5 a. (15) – Consulting Services) (Funding Source: U.S. Department of Education Title V Grant Funds; \$20,000.00 Available in FY-2020)

External evaluator for *Pathways to Teacher Certification* grant program.

Christy Neill	\$15,000.00 (FY-2020)
2245 Rogene Drive #201	\$15,000.00 (FY-2021)
Baltimore, MD 21209	\$15,000.00 (FY-2022)
	\$15,000.00 (FY-2023)
	\$15,000.00 (FY-2024)
	(Recommended Award)

Request for Proposal 20-08 – Grant External Evaluator (Public Bid Exception per NJSA 18A:64A-25.5 a. (15) – Consulting Services) (Funding Source: U.S. Department of Education Title V Grant Funds; \$20,500.00 Available in FY-2020)

External evaluator for *PCCC Teacher Excellence Project (P-TEP)* grant program.

Christy Neill	\$15,000.00 (FY-2020)
2245 Rogene Drive #201	\$15,000.00 (FY-2021)
Baltimore, MD 21209	\$15,000.00 (FY-2022)
	\$15,000.00 (FY-2023)
	\$15,000.00 (FY-2024)
	(Recommended Award)

PASSAIC COUNTY COMMUNITY COLLEGE

RESOLUTION #2-CONSENT RESOLUTION – ACTION ITEMS A, B, C, and D

Bid 20-01 – Document Management Software

(Funding Source: FY-2020 and FY-2021 College Operating Funds, \$76,140.76 Available in FY-2020)

Document management software for use by Enrollment Management. FY-2021 expenditures contingent upon future budget approvals.

Softdocs, Inc.
807 Bluff Road
Columbia, SC 29201

\$75,861.66 (FY-2020)
\$43,458.34 (FY-2021)
(Recommended Award)

Bid 20-02 – Theatrical Rigging and Lighting System

(Funding Source: FY-2019 College Capital Funds, \$292,444.28 Available)

Furnishing and installation of theatrical rigging and lighting system in existing Wanaque Academic Center theater space.

Generations Services, Inc.
237 West Parkway
Pompton Plains, NJ 07444

\$249,988.47
(Recommended Award)

C. POLICY MATTERS

Second Reading, Board Policy A101 – PCCC Board of Trustees Bylaws

D. PERSONNEL ITEMS

- I. Appointments A: Sherod Nicholas, Faculty – Nurse Education, Instructor Rank
B: Rukshana Subhan, Success Coach – Health Works (grant-funded) Cont Ed/Workforce Development
C: Thomas Askew, Acting Manager – Enrollment Services
D: Stony Pak, Faculty – Early Childhood Education, Instructor Rank
E: Maria Pilsbury, Academic Specialist – Developmental English
- II. Part-Time Temporary Appointments
- III. Active Searches

**PASSAIC COUNTY COMMUNITY COLLEGE
BOARD OF TRUSTEES
BYLAWS**

**ARTICLE I
NAME AND SEAL**

Pursuant to N.J.S.A. 18A:64A-11, the board of trustees is a body corporate and is known as "Board of Trustees of Passaic County Community College".

The name of the college shall be "Passaic County Community College."

The College shall have a seal, the form and design of which shall be adopted by the Board of Trustees and the custody of which shall be with the Secretary of the Board of Trustees

**ARTICLE II
PURPOSE**

The purpose of Passaic County Community College shall be to provide educational programs as approved by the Secretary of Higher Education, to provide cultural programs and services and to make its facilities available to those groups that serve the interests of the residents of Passaic County.

**ARTICLE III
BOARD OF TRUSTEES**

Section 1. Voting Members. The voting members of the Board of Trustees shall consist of the county superintendent of schools and 10 persons, eight of whom shall be appointed by the Passaic County Board of Chosen Freeholders, at least two of whom shall be women, and two of whom shall be appointed by the Governor. The appointed trustees shall serve four year terms in accordance with the provisions of N.J.S.A. 18A:64A-9.

Section 2. Alumni Representative. There shall be one non-voting trustee selected by the student body from the graduating class for a one year term commencing at the first meeting of the Board in July following graduation.

Section 3. Ex-officio Member. The President of the College shall serve as an ex-officio member of the Board of Trustees without a vote.

Section 4. Duties and Powers. The Board of Trustees shall have all powers and duties granted to it by state law as set forth in N.J.S.A. 18A:64A-12, N.J.S.A. 18A:3B-6, such other statutes as may be applicable and the rules and regulations of the New Jersey Secretary of Higher Education. The Board of Trustees shall have custody of and be responsible for the management and control of the College.

Section 5. Rules and Regulations; Policies: The Board of Trustees shall from time to time make and revise such rules and regulations and policies not inconsistent with statutory provisions

and the rules and regulations of the New Jersey Secretary of Higher Education, as may be necessary and proper for the administration and operation of a county college and to implement said statutory provisions and rules and regulations. Rules, regulations and policies which are not dictated by the statutes or rules of the New Jersey Office of Higher Education may be adopted, amended and repealed at any meeting of the Board, provided the proposed adoption, amendment, or repeal shall have been proposed at a previous Board meeting, and once proposed, shall have remained on the agenda of each succeeding Board meeting until approved or rejected. With the exception of minor editorial revisions, changes in the proposed policy at the second reading shall cause that reading to constitute a first reading. Nothing contained in these bylaws shall prevent the Board from temporarily suspending any rule, regulation or policy. A Policy Manual of Passaic County Community College containing board policies, rules and regulations shall be established and available at all times.

ARTICLE IV OFFICERS

Section 1. Officers. The Officers of the Board of Trustees shall be the Chair and the Vice-Chair. The President of the College shall serve as Secretary of the Board.

Section 2. Election; Term. The Chair and Vice-Chair shall be elected at the annual reorganization meeting in November. The Chair and Vice-Chair shall be elected for a one year term and shall hold office until their successors are elected.

Section 3. Duties of the Chair. The duties of the Chair shall be as follows:

- a) preside at all meetings of the Board of Trustees;
- b) appoint all committees and the Chairs thereof;
- c) sign all documents on behalf of the Board;
- d) perform such other duties as are commonly incident to the office.

Section 4. Duties of the Vice-Chair. The duties of the Vice-Chair shall be as follows:

- a) exercise all the powers and duties of the Chair in case of the Chair's absence or inability to act;
- b) perform such other duties as may be prescribed, from time to time, by the Board of Trustees.

Section 5. Duties of the Secretary. The duties of the Secretary shall be as follows:

- a) attend all meetings of the Board of Trustees;
- b) keep the minutes of all proceedings of the Board of Trustees and record all votes taken;
- c) give notice of all meetings of the Board of Trustees;
- d) take charge of the seal of the body corporate and such other books and papers as the Board of Trustees may prescribe;
- e) affix the seal of the body corporate to all documents that may require it;
- f) make such reports to the Board of Trustees as it may request;

- g) prepare and file, or cause to be prepared or filed, such reports or statements as may be required by law and by the rules and regulations of the New Jersey Secretary of Higher Education upon authorization from the Board of Trustees.

The Board may appoint an alternate secretary at the annual organization meeting or such other time as it deems appropriate. The alternate secretary shall serve in the absence of the secretary. Additionally, the Chairman of the Board shall have the authority to designate an acting secretary when conditions require.

ARTICLE V MEETINGS

Section 1. Regular Meetings. The regular meetings of the Board of Trustees shall be held on the third Tuesday of each month at such time and place as shall be set forth in the annual meeting notice adopted by the Trustees at its annual meeting notice, unless otherwise directed by the Chair or a majority of the Board of Trustees.

Section 2. Annual Meetings. The regular meeting in November shall be known as the annual meeting and, in addition to the regular order of business, shall be for the purpose of electing officers, the adoption of an annual meeting notice in accordance with N.J.S.A. 10:4-18 and the designation of official newspapers.

Section 3. Special Meetings. Special Meetings may be called by the Chair or upon the written request of four (4) Trustees. The Secretary shall prepare and deliver to each Trustee an agenda of such Special Meeting at least 48 hours in advance of the Special Meeting.

Section 4. Emergency Meetings. Emergency Meetings may be called by the Chair or the Secretary. An Emergency Meeting shall not require any advance notice and shall be called only to deal with matters of such urgency that a delay would result in substantial harm to the College. The Secretary shall cause all of the requirements of N.J.S.A. 10:4-9 to be met regarding such a meeting.

Section 3. Agenda and Procedure. An agenda for each regular meeting of the Board of Trustees shall be prepared by the Secretary of the Board of Trustees upon the advice of and after consultation with the Executive Committee. A copy of the agenda shall be furnished to each member of the Board of Trustees by hand delivery at least 48 hours prior to the meeting for which it is prepared. A Trustee may elect to receive the agenda via email in lieu of a hard copy. Items not on the agenda may be added thereto by a majority vote of the Board of Trustees. All meeting of the Board of Trustees shall begin with the Pledge of Allegiance.

Section 5. Quorum. A majority of the voting members of the Board of Trustees then holding office shall constitute a quorum. The Board may take action only when a quorum of members is present.

Section 6. Attendance via Electronic Means. Trustees shall make every effort to physically attend each meeting of the Board of Trustees. In the event a Trustee cannot physically attend a

meeting for a legitimate cause, a Trustee may attend a meeting via electronic means such as, but not limited to, telephone and Skype, however a Trustee may not attend a meeting via email, text messaging or the like. In order to be able to participate and vote at a meeting, a Trustee attending via electronic means must have the ability to review all documents which are being considered at the meeting as well as the opportunity for simultaneous aural communications among all participating Trustees.

ARTICLE VI COMMITTEES

Section 1. Executive Committee. The Executive Committee shall be composed of the Chair, Vice-Chair, Secretary, Board Counsel and one trustee appointed by the Chair. This committee will meet monthly in advance of the regular monthly meeting of the Board of Trustees to review the proposed meeting agenda for such regular meeting. The Committee shall also meet at other times deemed necessary by the Chair or the Secretary.

Section 2. Board of School Estimate. Promptly after each annual meeting, the Chair shall appoint two trustees to serve on the Board of School Estimate as required by N.J.S.A. 18A:64A-15. The Secretary shall serve as secretary of the Board of School Estimate.

Section 3. Audit and Budget Committee. The Audit and Budget Committee shall be composed of up to four trustees appointed by the Chair. The committee shall review the proposed operating and capital budgets of the College as presented by administration. Upon completion of the review, the committee shall recommend operating and capital budgets to the Board of Trustees for approval. The committee shall meet with the auditors and administration following the completion of the annual audit to review the financial statements and the auditor's report on the adequacy of internal controls and other findings. The committee may discuss any matters with the auditors that the committee members or auditors believe should be discussed privately, without administration present.

Section 4. Council of County Colleges. The Council of County Colleges Committee shall be composed of two trustees appointed by the Chair. The committee shall represent the College to the Council of County Colleges and provide the Board with information regarding the Council's activities.

Section 5. Ad Hoc Committees. The Chair shall appoint such ad hoc committees as the Board may from time to time deem necessary in order to conduct its business.

ARTICLE VII PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern in all cases to which they are applicable and in which they are not inconsistent with these bylaws, applicable statutes and rules and regulations.

ARTICLE VIII AMENDMENT OF BYLAWS

These bylaws may be amended or repealed at any meeting of the Board, provided the proposed amendment or repeal shall have been proposed at a previous Board meeting, and once proposed, shall have remained on the agenda of each succeeding Board meeting until approved or rejected. With the exception of minor editorial revisions, a proposed amendment or repeal in the bylaws at the second reading shall cause that reading to constitute a first reading, at any regular or special meeting by the affirmative vote of a majority of the voting Trustees then in office provided that the amendment has been furnished to each Trustee in writing at least four (4) days in advance of the meeting at which the vote upon the amendment is to be taken.

**PASSAIC COUNTY COMMUNITY COLLEGE
ADJOURNMENT**

Offered by TRIVEDI Seconded by MARCO

BOARD OF TRUSTEES	YES	NO
DuHaime	X	
Esquiche	Absent	
Marco	X	
Moody	X	
Pou	X	
Rodriguez	Absent	
Smith	Absent	
Trivedi	X	
Tanis	X	
Nutter	X	

DATED: JANUARY 21, 2020