

**CONNECTICUT STATE UNIVERSITY SYSTEM  
BOARD OF TRUSTEES  
EXECUTIVE COMMITTEE  
MINUTES**

October 1, 2009 – 10:30 a.m.  
39 Woodland Street, Hartford, CT 06105

**PRESENT:** Chairman Karl J. Krapek, Ronald J. Pugliese, Richard J. Balducci, Angelo Messina, John Doyle, Theresa Eberhard-Asch, John Sholtis<sup>1</sup>

**ABSENT:** L. David Panciera

**CSUS:** Chancellor David Carter, David Trainor, Louise Feroe, Erin Fitzgerald

Chairman Krapek called the meeting to order; noting all committee members were present, it was determined a quorum was present.

***APPROVAL OF MINUTES***

The minutes of the July 17, 2009 Regular meeting and the August 17, 2009 Special meeting were unanimously approved as presented on a motion by Trustee Balducci and seconded by Trustee Eberhard-Asch.

***CHANCELLOR'S 08-09 EVALUATION OF UNIVERSITY PRESIDENTS AND 09-10 LETTERS OF PRIORITY***

The Committee received the Chancellor's evaluation assessment of the university presidents' performance for 08-09. It was noted by Chancellor Carter and David Trainor that if the Committee accepted and concurred with the Chancellor's evaluation assessment of the university presidents, that the Chancellor would additionally recommend that the performance recognition component not be implemented until July 1, 2010. Chairman Krapek indicated this matter would not be voted upon until the Committee deliberated upon a similar matter related to the Chancellor.

*Note: Chancellor Carter left the Boardroom.*

Following general discussion among all members of the Executive Committee, it was agreed, on a motion by Trustee Balducci, seconded by Trustee Messina to establish a retention award for the Chancellor in light of his decision to refuse the early retirement incentive available to him in June 2009. The Committee also agreed, on a motion by Trustee Balducci and a second by Trustee Eberhard-Asch on the amount and implementation of the performance recognition for the Chancellor.

*Note: Chancellor Carter returned to the Boardroom, accompanied by Dr. Feroe.*

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<sup>1</sup> Trustee Sholtis participating via teleconference

***CHANCELLOR'S 08-09 EVALUATION OF UNIVERSITY PRESIDENTS AND 09-10 LETTERS OF PRIORITY (CONTINUED)***

The Committee noted that it accepted and concurred with the Chancellor's evaluation assessment of the university presidents and noted that the performance recognition component was not be implemented until July 1, 2010. Upon a motion by Trustee Krapek, seconded by Trustee Balducci performance recognition for university presidents was approved as called for within the Chancellor's Evaluations of the University Presidents.

A discussion took place regarding a revision to deferred compensation, with the matter being tabled to a future meeting.

***REVISION TO HUMAN RESOURCES POLICIES FOR CHANCELLOR AND UNIVERSITY PRESIDENTS (PRESIDENTIAL NON-CONTINUATION)***

Following general discussion and consent by all members the following revision to the Human Resources Policies for Chancellor and University Presidents was approved on a motion by Trustee Doyle and seconded by Trustee Pugliese. It was noted that in compliance with BR #07-07, Revision of the Human Resources Policies for the CSUS Chancellor and University Presidents, only Executive Committee approval of the revision was required.

**10.2 The Presidents of the four State Universities (revised 12/8/06; 10/1/09)**

Each President of a university within the CSU System is appointed by the Board, is supervised by the Chancellor, and serves at the pleasure of the Board. He or she may be non-continued by the Chancellor without cause or explanation and without recourse to the procedures of Article 10. Prior to notifying the President of his/her non-continuation, the Chancellor shall notify the Chairman of the Board of his/her intended action and shall receive the Chairman's concurrence of said action. An employee hired prior to December 8, 2006, may be non-continued upon a one-year written notice, and an employee hired on or after December 8, 2006, may be non-continued upon a three-month written notice. In cases where a President is to be non-continued by the Chancellor, the Chancellor shall report such action to the Executive Committee following notification being provided to the President. At the next meeting of the Board of Trustees, the Board may overturn the non-continuation by a majority vote of those in attendance and voting at the Board meeting. If no action is taken at the next Board meeting to overturn the Chancellor's action, the non-continuation shall be implemented as noticed to the Executive Committee and President above. A President may also be terminated by the Board pursuant to Article 10.5. With concurrence of the Executive Committee of the Board and the Chairperson of the Board or, when the Chairperson is unavailable, with the concurrence of the Vice Chairperson, the Chancellor may suspend a President with or without pay. In such a case, the Chancellor shall appoint an Acting President.

***REVISION TO BOT BYLAWS***

Following general discussion and consent by all members the following revisions to the Bylaws for the CSUS Board of Trustees were approved on a motion by Trustee Pugliese and seconded by Trustee Doyle. It was noted that would be brought forward as an information item at the October 8<sup>th</sup> meeting and as an action item at the November 13<sup>th</sup> BOT meeting.

**ARTICLE II. ORGANIZATION OF THE BOARD OF TRUSTEES**

**SECTION I- MEETINGS OF THE BOARD OF TRUSTEES**

**A. REGULAR MEETINGS**

Regular meetings of the Board shall be held in accordance with a schedule established and approved yearly by the Board. Said schedule shall include a minimum of ~~eight~~ **seven** meetings during the calendar year including one meeting at each of the four universities during the course of the academic year. The decision to cancel a meeting for lack of business shall be made by the Chair in consultation with the Chancellor.

**ARTICLE IV. PRESIDENTIAL/CHANCELLOR SEARCH COMMITTEE**

**UNIVERSITY ADVISORY COMMITTEE**

**SECTION I – APPOINTING AUTHORITY**

Connecticut General Statutes 10a-89(a) authorize the Board of Trustees to appoint the chief executive officer (President) universities under its jurisdiction and the ~~executive secretary~~ **Chancellor** of the CSU System.

***RENAMING TRUSTEES RESEARCH AWARDS IN HONOR OF FORMER CSU PROFESSOR NORTON MEZVINSKY***

On a motion by Trustee Doyle, seconded by Trustee Pugliese, Renaming the Trustees Research Award in Honor of former CSU Professor Norton Mezvinsky was added to the agenda. Trustee Doyle indicated this matter was brought up to Committee some months ago for consideration, with action being postponed pending official retirement of Professor Mezvinsky. Trustee Doyle indicated Professor Mezvinsky has retired and moved to bring this matter to the full Board of Trustees for their approval on October 8, 2009. On a motion by Trustee Doyle, seconded by Trustee Eberhard-Asch, the Committee unanimously approved the renaming of the Trustees Research Awards in Honor of Professor Norton Mezvinsky. Chancellor Carter indicated he would have a resolution prepared for Trustee Doyle's consideration which would be presented at the October 8<sup>th</sup> meeting of the Board of Trustees. Following general discussion of naming opportunities and processes, Chancellor Carter indicated he would be reminding the university presidents to provide their annual reports on both naming activities and naming opportunities at their universities.

***2010 BOT MEETING SCHEDULE***

The Committee accepted the proposed schedule of Board and Committee meetings for 2010, however, it was noted that this would not be officially set until adoption of the revision to the bylaws at the November 13, 2009 BOT meeting.

**INFORMATION/DISCUSSION**

**Audit & Risk Management Committee** – Trustee Sholtis calling into the meeting was prepared to provide a brief update, however, the phone connection was poor and he could not be heard. Chairman Krapek indicated that now that the Audit & Risk Management is a full, standing

committee of the Board, they would not be listed as a standing “sub-item” on the Executive Committee agendas.

**CHEFA Funding Methodology** - Chancellor Carter shared information with the Committee regarding projected savings from CHEFA funding methodology.

*Note: Dr. Gammell joined the meeting.*

**Strategic Focus** - Dr. William J. Gammell, Associate Vice Chancellor for Strategic Planning, Institutional Research, Market Research, and Analysis, provided a brief overview of the Strategic Focus Initiative process, pointing out the key responsibilities of the major groups and the BOT strategic leadership team.

*Note: Dr. Gammell left the meeting.*

**AGB National Conference on Trusteeship** – Chairman Krapek indicated that Chancellor Carter and Trustee Doyle would be attending the AGB National Conference in March, 2010; they will be co-facilitating a roundtable discussion which Trustee Doyle proposed: “Balancing Board Responsibilities and Political Ties.” Chairman Krapek noted that Erin Fitzgerald would also be attending. Trustee Doyle indicated that he would be making and paying for his own travel arrangements in connection with his participation at the Conference.

**Chairman Krapek thanked the members of the Committee** for their tireless commitment to the System and the universities. He indicated he would be remarking at the October 8<sup>th</sup> BOT meeting that he was asking all Board members to run any requests by him regarding participating in any conferences, seminars or events where either they are representing themselves on behalf of the Board or where state funds may possibly be involved. The Chairman also spoke to the need to remember to recognize the distinction between the Trustees’ role as the governing body and not conflict in the administrative/operations side of the universities and the system.

**SCSU Parking Garage** - Chancellor Carter provided a brief update on the status of the SCSU parking garage.

**Universities/System Office** - Chancellor Carter and AVC Trainor provided an update on recent and ongoing human resources, personnel and litigation matters at the universities and System Office.

## **ADJOURNMENT**

The meeting adjourned at 11:40 a.m. on a motion by Trustee Krapek and seconded by Trustee Doyle.

The next meeting of the Executive Committee for the CSUS Board of Trustees is scheduled for **Thursday, November 5, 2009, at 10:30 a.m.** at the Connecticut State University System Office in Hartford.