



UNANIMOUSLY APPROVED
BY THE
COUNCIL OF TRUSTEES
JANUARY 19, 2017

Council of Trustees
West Chester University | West Chester, PA 19383 | www.wcupa.edu

**REGULAR MEETING OF THE COUNCIL OF TRUSTEES
PHILIPS 3rd FLOOR BOARD ROOM
PHILIPS MEMORIAL BUILDING
December 6, 2016 (postponed from November 10, 2016)
5:15 PM**

The regular meeting of the Council of Trustees of West Chester University of Pennsylvania was held on December 6, 2016, in the Philips Memorial Building, West Chester, PA.

AGENDA ITEM I – CALL TO ORDER:

Vice Chair Matlawski called the meeting to order. Vice Chair Matlawski led the Pledge of Allegiance. Council members present were Matlawski, Dozor, Ireland, Lewis, Long, Moskowitz, Silberman, and Tomlinson. Absent but accounted for were Members Fillippo, Franklin, and Kinsey.

AGENDA ITEM II – APPROVAL OF MINUTES OF THE PREVIOUS MEETING AS DISTRIBUTED TO THE COUNCIL OF TRUSTEES:

MOTION (DOZOR/IRELAND):

APPROVAL OF MINUTES OF THE SEPTEMBER 29, 2016, MEETING AS PRESENTED.

MOTION UNANIMOUSLY APPROVED.

AGENDA ITEM III – PUBLIC COMMENT: LIMIT OF TEN (10) MINUTES:

None.

AGENDA ITEM IV – REPORT OF THE COUNCIL CHAIRPERSON:

It's good to see all of you this afternoon. I do want to welcome and congratulate Mr. Ryan M. Long, our West Chester University Student Trustee. (Applause) Welcome aboard! We are so glad that you were approved by the Governor and we all look forward to working with you.

This afternoon, we are doing our best to keep this meeting to one hour and finish at 6 p.m.

At this point in time, we would like to turn to Interim President Dr. Chris Fiorentino to give his report.

AGENDA ITEM V – REPORT OF THE UNIVERSITY PRESIDENT:

Dr. Fiorentino's report stated "Thank you, Adam. My report will be a little different today. Many of you may not be aware of this, but this is Mark Mixner's last Council of Trustees' meeting because he will be retiring very soon and I would like the minutes to record that West Chester University recognizes and thanks Mark P. Mixner for his exceptional service since January 2002 as Vice President for Administration and Finance. I'm very glad that Mark's spouse, Susan, could join us today as we recognize Mark's outstanding tenure at West Chester University.

If I could add a personal reflection, I realized that I met Mark in this room during his interview process. I was very tough with my questions, etc. because this is a special institution and we needed a Vice President for Administration and Finance who understood the type of institution that this was. We were operating under the distributed leadership model that Dr.

Madeleine Adler had created and we needed someone who was going to keep us out of trouble, but also who had the wisdom to understand that we had to figure out ways to get things done. Coming away from that interview, I felt confident that Mark was the one to take the position. And I think that we stand all of these years later, and that has borne out.

Mark, you are leaving West Chester University stronger than you found it from a fiscal perspective, which is all we can ask. We have been able to do many great things. You have been very cooperative and supportive in supporting the rest of the institution and overseeing the kind of fiscal responsibility that is critical. At the end of the day, we all want our paychecks, so we want to make sure that the institution is run in a fiscally sound manner and Mark, you have done that.

I have never heard you raise your voice in the entire time that we have worked together. You are a very even-tempered person. We have had some very stressful situations that you have handled with great aplomb. It has absolutely been a pleasure and honor to work with you. I will miss you. When you told me you were leaving, I suggested that you stick around a little longer, but you had made up your mind (and Susan), and I wish you the best on behalf of the entire West Chester University community. We wish you a happy and healthy future. Thank you, Mark.” (Applaud and standing ovation.)

Dr. Fiorentino continued saying, “At this time I would like Mark to come forward to the podium with Senator Tomlinson. Senator Tomlinson has a citation to present.”

Senator Tomlinson said, “Mark, on behalf of Senator Dinniman and myself, I prepared a Senate Citation. I will read the following:

Whereas, The Senate of Pennsylvania is always pleased to recognize those individuals who, through their laudable tenure of service, contribute in a meaningful way toward the well-being of their communities and this Commonwealth; and

Whereas, Mark Mixner is being honored upon his retirement after fifteen years of dedicated and distinguished service to West Chester University; and

Whereas, As Vice President of Administration and Finance at West Chester University for the past fifteen years, Mr. Mixner provided leadership and direction for administrative and financial functions and directed and coordinated a group of support operations to help ensure that the university had the necessary financial, physical and personnel resources to meet its mission and obligations to its students and other customers. He guided budget development, provided leadership for capital improvements, developed and implemented sound business and fiscal policies and ensured that campus facilities and grounds functioned properly. In addition, Mr. Mixner was responsible for directing the emergency management process and managing employee relations, collective bargaining issues and the university’s Right-to-Know process. He further served West Chester University as administrative liaison to the Council of Trustees’ Finance and Budget Committee, the Finance and Housing Committees of the institution’s Foundation and Student Services, Inc., and he provided support and completed projects for the university president and the Pennsylvania State System of Higher Education. Throughout his career, Mr. Mixner has striven to adhere to the highest standards of service and has rightly earned the respect and admiration of his many friends and colleagues.

Now therefore, the Senate of the Commonwealth of Pennsylvania recognizes Mark Mixner for his years of loyalty and service; proudly notes that he has demonstrated extraordinary commitment to West Chester University; offers best wishes for continued success in the years to come;

And directs that a copy of this document, sponsored by Senator Robert M. Tomlinson, be transmitted to Mark Mixner.

Signed by Robert M. Tomlinson and Attested by Megan Martin, Secretary, by the Senate of Pennsylvania.

Thank you Mark, for your excellent service to West Chester University of Pennsylvania.” (Applause and photographer took pictures.)

Vice Chair thanked Senator Tomlinson.

Member Lewis then asked for the floor, and the Vice Chair asked him to speak. Member Lewis said the following: “On behalf of the Budget and Finance Committee, which consists of Member Chris Franklin (who could not be here today) and myself, we want to also express our appreciation for all of the work that Mark Mixner has done. We have worked with him at every Council of Trustees meeting, and we have found him to be transparent, to have the highest integrity, and to be a model steward for West Chester University’s finances. That is why West Chester University has the best financial condition of any other universities in the State System. You have been an absolute delight to work with and on behalf of our Committee, I would like you to know that it has been a joy for us. Good luck.”

Vice Chair Matlawski thanked Member Lewis for his comments.

Interim President Chris Fiorentino concluded his report by asking for Approval of Purchase Orders and Contracts in excess of \$5,000 executed during August and September 2016.

MOTION (IRELAND/SILBERMAN):

BE IT RESOLVED THAT THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY OF PENNSYLVANIA HEREBY APPROVES THE LIST OF PURCHASE ORDERS AND CONTRACTS IN EXCESS OF \$5,000 EXECUTED DURING AUGUST AND SEPTEMBER, 2016 FOR THE PURCHASE OF EQUIPMENT, SERVICES, AND SUPPLIES.

MOTION UNANIMOUSLY APPROVED.

Chair Matlawski thanked the President for his report and also added his personal thanks to Mark Mixner for his service over the years and mentioned that during his years as a Trustee, Chair Matlawski enjoyed working with Mark in various capacities, and said that Mr. Mixner will be missed and well-remembered.

AGENDA ITEM VI – REPORT OF THE VICE PRESIDENT:

Chair Matlawski asked Mark Mixner to come forward to introduce the auditor who will give a brief Auditor's Report.

Vice President Mark Mixner came to the microphone and introduced Mike Johns from the accounting firm of CliftonLarsonAllen and he will present a brief overview of the University's financial statements for the fiscal year ended June 30, 2016 and June 30, 2015. Mr. Johns pointed out that each member had a complete set of audited financial statements as well as a PowerPoint

presentation which they used to review the audit. The audit document has been attached to the minutes of this meeting.

The audit report for fiscal years 2016 and 2015 provides an unmodified audit opinion, which is the highest level of assurance that can be provided in an audit. In addition, the financial statements show that the University continues to be financially sound.

AGENDA ITEM VII – REPORTS OF EXECUTIVE COMMITTEE:

Vice Chair Matlawski announced for the minutes, an Executive Committee, including all COT members will take place on Tuesday, December 13 at 5:30 p.m. in the Philips Board Room regarding personnel matters. In addition, a Special Meeting will convene on Thursday, December 15 at 12:00 noon in the Philips Board Room for the purpose of approving the names of presidential candidates for recommendation to the Chancellor of the State System of Higher Education.

AGENDA ITEM VIII – REPORTS OF STANDING COMMITTEES:

In the interest of time, Vice Chair Matlawski asked that the committee reports be as short as possible for this meeting. He reported that all Trustees have a copy of the resolutions and the supporting documentation included.

Academic Affairs

Member Dozor reported that the committee met with Dr. Bernotsky, our Provost, along with the Dean of the College of Business, Dr. Osgood, and the Dean of College of Education, Dr. Ken Witmer. He introduced the following two

resolutions from the Academic Affairs Committee for consideration and action by the Council of Trustees.

For these resolutions, Member Dozor explained that they intend that these resolutions will go to the Board of Governors on January 25. This first resolution is aimed at already active educators to provide them with an active research approach to teach others to be agents of change which will help educators be agents of change to revitalize their profession and their efforts.

MOTION (DOZOR/MOSKOWITZ)

BE IT RESOLVED THAT THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY OF PENNSYLVANIA APPROVE THE MASTERS OF TRANSFORMATIVE EDUCATION AND SOCIAL CHANGE TO MOVE FORWARD TO THE BOARD OF GOVERNORS OF THE STATE SYSTEM OF HIGHER EDUCATION FOR FINAL APPROVAL, PENDING APPROVAL BY THE OFFICE OF THE CHANCELLOR.

MOTION UNANIMOUSLY APPROVED.

MOTION (DOZOR/LEWIS)

BE IT RESOLVED THAT THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY APPROVE THE MASTERS OF URBAN AND REGIONAL PLANNING TO MOVE FORWARD TO THE BOARD OF GOVERNORS OF THE STATE SYSTEM OF HIGHER EDUCATION FOR FINAL APPROVAL, PENDING APPROVAL BY THE OFFICE OF THE CHANCELLOR

MOTION UNANIMOUSLY APPROVED.

This concluded Member Dozor's report.

Student Affairs Committee and SGA Update

Member Long thanked the Council of Trustees' members for their welcome and the congratulations. He said that he is proud to be a student of West Chester University and is looking forward to the Council to further our institution's success.

He reported that the Student Affairs Committee did meet and a summary of the meeting has been provided and will be included in the minutes. The Committee did not have any resolutions to present to the Council at this time.

This concluded Member Long's report.

Advancement

Member Silberman reported that the committee did meet. Each year, the Council of Trustees must certify that organizations affiliated with West Chester University have met the Board of Governors' policy on external financial support (Policy 1985-04). The Vice President for Advancement and Sponsored Research has received the required evidence that the WCU Foundation, the WCU Alumni Association and Student Services, Inc. continue to meet the criteria set forth in the Board of Governors policy. The Council of Trustees is asked to certify that these affiliated organizations are in compliance with the Board of Governors' policy (Policy 1985-04). Therefore, Member Silberman introduced the following resolution from the Advancement Committee recommended for consideration and action by the Council of Trustees.

MOTION (SILBERMAN/LEWIS):

CERTIFICATION OF COMPLIANCE OF AFFILIATED ORGANIZATIONS WITH BOARD OF GOVERNORS' POLICY ON EXTERNAL FINANCIAL SUPPORT (POLICY 1985-04-A).

THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY OF PENNSYLVANIA, UPON RECOMMENDATION OF THE PRESIDENT, HEREBY CERTIFIES, AS PER BOARD OF GOVERNORS' POLICY 1985-04-A, THAT THE FOLLOWING AFFILIATED ENTITIES MAKE A FINANCIAL CONTRIBUTION TO THE UNIVERSITY OR PROVIDE SIMILAR BENEFITS ON A REGULAR BASIS, SATISFACTORY TO THIS COUNCIL OF TRUSTEES AND TO THE PRESIDENT.

**STUDENT SERVICES, INC.
WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION
WEST CHESTER UNIVERSITY FOUNDATION**

THE COUNCIL OF TRUSTEES ALSO CERTIFIES THAT, TO THE BEST OF ITS KNOWLEDGE, INFORMATION AND BELIEF, THE AFFILIATED ENTITIES ARE IN COMPLIANCE WITH BOARD OF GOVERNORS' POLICY 1985-04-A, IN THAT THEY EXIST SOLELY FOR THE BENEFIT OF THE UNIVERSITY; THE EXPECTATIONS OF THE RELATIONSHIP BETWEEN THE UNIVERSITY AND THE AFFILIATED ENTITY ARE MEMORIALIZED IN CURRENT, EXECUTED MEMORANDA OF UNDERSTANDING; AND THE AFFILIATED ENTITIES REQUIRE AN ANNUAL EXTERNAL AUDIT OF THEIR FUNDS AND PROVIDE COPIES OF THEIR AUDIT REPORTS TO THE UNIVERSITY AND THE OFFICE OF THE CHANCELLOR.

THE COUNCIL OF TRUSTEES ALSO CERTIFIES THAT, TO THE BEST OF ITS KNOWLEDGE, INFORMATION AND BELIEF, NO UNIVERSITY EMPLOYEE SERVES AS A VOTING MEMBER OF THE BOARD OF THESE AFFILIATED ENTITIES, NOR DOES ANY EMPLOYEE OF THE UNIVERSITY RISK ADVERSE INTEREST THROUGH SERVICE TO OR RELATIONSHIP WITH AN AFFILIATED ENTITY.

A COPY OF A STATEMENT BY THE UNIVERSITY'S CHIEF FINANCIAL OFFICER SUMMARIZING BOTH THE DIRECT UNIVERSITY SUPPORT PROVIDED TO THE AFFILIATED ENTITIES AND THE CONTRIBUTIONS MADE BY THE AFFILIATED ENTITIES TO THE

UNIVERSITY COVERED IN THIS CERTIFICATION IS ATTACHED HERETO AND MADE A PART HEREOF.

MOTION UNANIMOUSLY APPROVED.

This concluded Member Silberman's report.

Campus Development and Facilities

Member Matlawski reported that members received their packets including a summary of the projects which he commended to the Council of Trustees. The Campus Development and Facilities Committee did meet and had a short meeting.

Member Matlawski introduced the new resolution for consideration by the members:

MOTION (MATLAWSKI/DOZOR)

CONVERSION OF WAYNE HALL TO AN E & G FUNDED BUILDING

TO APPROVE WEST CHESTER UNIVERSITY OF PENNSYLVANIA'S CHANGE OF FUNDING FROM A RESIDENCE HALL AUXILIARY FUNDED BUILDING TO AN EDUCATION AND GENERAL (E & G) FUNDED BUILDING.

WHEREAS, FLOORS SIX THROUGH NINE OF WAYNE HALL ARE NO LONGER NEEDED AS A RESIDENCE HALL AND,

WHEREAS, WEST CHESTER UNIVERSITY HAS A NEED FOR MORE FACULTY AND STAFF OFFICE SPACE.

NOW, THEREFORE, BE IT RESOLVED, THAT THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY OF PENNSYLVANIA, HEREBY RECOMMENDS TO THE BOARD OF GOVERNORS THAT THE BOARD APPROVE CONVERTING THE USE OF WAYNE HALL FROM A RESIDENCE HALL TO E & G FUNDED FACULTY AND STAFF OFFICES.

MOTION UNANIMOUSLY APPROVED.

Information Technology

Member Moskowitz stated that the committee met and a summary of the committee is provided in the packet.

This concluded Member Moskowitz's report.

Budget and Finance

Member Lewis reported that he attended the committee meeting and the committee discussed the audit results. He reported that earlier during this formal meeting the resolution from this committee was already introduced and approved unanimously.

This concluded Member Lewis' report for this committee.

AGENDA ITEM IX – REPORTS OF SPECIAL COMMITTEES:

Member Dozor followed up and reporting on behalf of the Presidential Search Committee and also Jon Ireland, Chris Lewis and Ryan Long who are Trustees also on the committee. He reported that the committee has been actively meeting and are now winding down the search. Candidates have been and will be on campus Monday through Thursday this week (starting on December 5). He invited all of the Trustees to attend each dinner meeting during this week at 6:15 p.m. to meet the candidates. In the event that the members cannot attend, he offered the members to come to the 2:30 p.m. meetings of the search committee each day for a quick 45-minute meeting with the candidates.

He mentioned the other meetings that would be held the following days and asked members to attend, if they could make those dates work. After the Council of Trustees have come to their recommendations, on December 20, the Chairperson (or Vice Chair) of the Council of Trustees and the Chair of the Search Committee will go to Harrisburg to meet with representatives of the Chancellor's Office.

Thereafter, he is hopeful that the Chancellor and the Board of Governors will move forward after the December 20th date so that West Chester University might know something either in late December or early January regarding the 15th President for West Chester University.

He reported that he had the opportunity to look at the second and third floors of Tanglewood (the President's residence), and he mentioned that it needs major renovations. Substantial dollars will need to provide improvements in the residential portion and possibly some improvements on the first floor as well. He recommended that other Trustees should take a tour of Tanglewood now so that they can see it themselves after the renovations are completed.

AGENDA ITEM X – REPORTS OF LIAISON TO CONSTITUENCIES:

None.

AGENDA ITEM XI – OLD BUSINESS:

None.

AGENDA ITEM XII – NEW BUSINESS:

Member Tomlinson presented a framed memoir to Interim President Fiorentino and Vice President Mark Pavolvich as a remembrance to them when

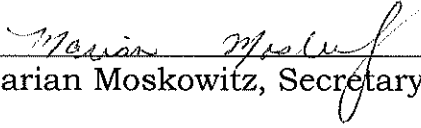
they and Senator Tomlinson were in the House on March 3, 2015 when Governor Tom Wolf commemorated the signing of the Senate Bill 590 PN 566, Commonwealth of PA. The memoir includes a copy of the Senate Bill 590 amending the act of July 5, 2012 entitled “An act authorizing the State System of Higher Education and its employees to enter into certain economic development agreements; providing for approval and notice, for reports and for limitations; and making an inconsistent repeal.” The pen with which the Bill was signed was also part of the memoir.

AGENDA ITEM XIII – ADJOURNMENT:

Vice Chair Matlawski asked for a motion for adjournment.

**MOTION (SILBERMAN/TOMLINSON):
MOTION TO ADJOURN AT 5:40 P.M.
MOTION UNANIMOUSLY APPROVED.**

Respectfully submitted,


Marian Moskowitz, Secretary Pro Tem