

**BOARD OF TRUSTEES
FREDERICK COMMUNITY COLLEGE**

**May 22, 2024
Regular Meeting**

The Board of Trustees of Frederick Community College met in regular session on Wednesday, May 22, 2024 in the Conference Center (E126AB). A virtual option to participate was provided. Participating in person were: Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Trustee Dr. John Molesworth was unable to attend. Also attending in person were President Dr. Annesa Payne Cheek, Secretary/ Treasurer of the Board; and Janice Spiegel, Special Projects Manager/Budget Office Frederick County Government.

Participating virtually was Adam Konstas, PK Law, College legal counsel.

CALL TO ORDER

The meeting was called to order by Chair Kimberlin at 11:01 a.m.

APPROVAL OF MINUTES

Chair Kimberlin called for approval of the minutes of the April 11, 2024 board retreat.

On a motion made by Trustee Whitworth, the Board approved the April 11, 2024 board retreat minutes 6-0-1, as presented, with Trustee Molesworth absent.

Chair Kimberlin called for approval of the minutes of the April 17, 2024 regular meeting.

On a motion made by Trustee Luck, the Board approved the April 17, 2024 regular meeting minutes 6-0-1, as presented, with Trustee Molesworth absent.

BOARD & CEO COMMENTS

Chair Kimberlin recognized President Cheek and FCC employees for the outstanding recognition activities last week and shared her enjoyment of the commencement ceremony at Knott Arena. Vice Chair Lynch shared his appreciation for the Institute for Learning in Retirement. Trustee Whitworth noted the diversity of people, ages, and interests at the FCC recognition events. Trustees Luck and Reid also shared their enjoyment of the commencement ceremony.

President Cheek thanked everyone who made all of last week's events possible. She then shared a video titled "Commencement 2024 – Message from President Cheek."

CONSENT AGENDA

On a motion made by Trustee Reid, the Board approved a piggyback contract with Amazon Services, Piggyback of Prince William County, Virginia, Public Schools Contract R-TC-17006 for an Online Marketplace 6-0-1, as presented, with Trustee Molesworth absent.

INFORMATION/DISCUSSION ITEMS

Fiscal year-to-date Financial Report through the quarter ending

March 31, 2024 – Interim VP Larson went through the report in detail with the Board. It was clarified that the CougarMart is funded through the operating budget. It was also noted that while enrollment is not yet back to pre-pandemic levels, it is trending in that direction.

This item was presented for information only – no action was taken or requested.

Review of Draft Policies – Trustees reviewed and discussed the following draft policies:

- Board-CEO Delegation Policy – Global Statement

- Board-CEO Delegation Policy – President Succession
- Board-CEO Delegation Policy – President Compensation
- Executive Limitations Policy – Asset Protection
- Executive Limitations Policy – Investments
- Executive Limitations Policy – Compensation and Benefits
- Governance Process Policy – Handling Alleged Policy Violations

Edits were identified for Asset Protection and Handling Alleged Policy Violations.

The final versions will be presented for approval at the June 4, 2024 Board meeting.

ACTION ITEMS

Appointment of Board Nominating Committee – Chair Kimberlin appointed Trustees McPherson and Molesworth to serve as the Nominating Committee for the FY 2025 slate of officers. The Nominating Committee will present its report at the June 4, 2024 Board meeting.

Approval of Governance Process Policy – Governing Style – The Board considered this policy.

On a motion made by Vice Chair Lynch, the Board approved the Governance Process Policy – Governing Style 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Governance Process Policy – Investment in Governance – The Board considered this policy. Trustee Reid proposed to edit item 1 to add “shall be” before “provided a copy of Board policies.”

Vice Chair Lynch moved to approve with the identified edit and the Board approved the Governance Process Policy – Investment in Governance 6-0-1, as revised, with Trustee Molesworth absent.

Approval of Governance Process Policy – Board Expenses – The Board considered this policy.

On a motion made by Vice Chair Lynch, the Board approved the Governance Process Policy – Board Expenses 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Governance Process Policy – Special Rules of Order – The Board considered this policy.

On a motion made by Trustee Luck, the Board approved the Governance Process Policy – Special Rules of Order 6-0-1, as presented, with Trustee Molesworth absent.

Approval of Governance Process Policy – Handling Operational Complaints – The Board considered this policy.

On a motion made by Trustee Whitworth, the Board approved the Governance Process Policy – Handling Operational Complaints 6-0-1, as presented, with Trustee Molesworth absent.

Approval of FY 2025 Auxiliary Enterprise Budgets – Interim VP Larson overviewed the proposed 2025 Auxiliary Enterprise Budgets. Frederick Community College Auxiliary Enterprises include the bookstore, The Carl & Norma Miller Children’s Center, and dining services (managed by Canteen). These business-type activities generate revenue from sales and provide services to the College. Students and employees benefit from these

services; however, the College provides a subsidy to balance the Auxiliary Enterprises budgets.

Each of the auxiliary budgets also includes a contribution to the College that represents the indirect expenses incurred for related plant/facilities, administrative and personnel costs. For FY 2025, the College used a formula provided by its auditing firm to calculate indirect costs.

On a motion made by Trustee Whitworth, the Board approved the FY 2025 Auxiliary Enterprise Budgets 6-0-1, as presented, with Trustee Molesworth absent.

CLOSED SESSION

At 11:43 a.m., the motion was made by Vice Chair Lynch to convene in closed session and approved by the Board 6-0-1, with Trustee Molesworth absent.

This action was taken in accordance with Maryland's Open Meetings Act, Section 3-305(b)(1) to discuss (i) the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of an appointee, employee, or official over whom this public body has jurisdiction; or (ii) any other personnel matter that affects one or more specific individuals; and Section 3-305(b)(13) to comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter.

Attending in person were: Trustees Carolyn Kimberlin, Chair; Tom Lynch, Vice Chair; Theodore Luck; Tracey McPherson; Dr. William Reid; and Myrna Whitworth. Trustee Dr. John Molesworth was unable to attend. Also attending in person were President Dr. Annesa

Payne Cheek, Secretary/Treasurer of the Board; Avis Boyd, Chief of Staff to the President; and Kari Melvin, Recording Secretary.

The Board reviewed closed session minutes from April 17, 2024.

On a motion made by Vice Chair Lynch, the Board approved the April 17, 2024 closed session minutes 6-0-1, with Trustee Molesworth absent.

The Board discussed the evaluation of the president. No action was taken.

The meeting adjourned at 1:40 p.m.

NEXT MEETING

The next regular meeting of the Board will be held on Tuesday, June 4, 2024.

Dr. Annesa Payne Cheek
Secretary/Treasurer

Prepared by Kari Melvin
Office of the President
Frederick Community College