

**BOARD OF TRUSTEES
FREDERICK COMMUNITY COLLEGE**

**August 25, 2021
Regular Meeting**

The Board of Trustees of Frederick Community College met in regular session on Wednesday, August 25, 2021 in the Chris T. Matthews Board Room (A201). A virtual option to participate was provided due to the COVID-19 public health emergency. Participating in person were: Trustees Tom Lynch, Chair; Carolyn Kimberlin, Vice Chair; Gary Fearnow; Theodore Luck; and Dr. April Miller. Trustees Ellis Barber and Dr. John Molesworth were unable to attend.

The Governor appointed Trustee Luck for a term of five years from July 1, 2021. He was sworn in by the Clerk of the Circuit Court for Frederick County on July 9, 2021. Trustee Luck replaces the vacancy left by the expiration of Nick Diaz's term on the Board.

Also attending in person were Interim President Dr. Thomas Powell, Secretary/Treasurer of the Board; Janice Spiegel, Director of Education and Special Initiatives; Dr. Tony Hawkins, Provost/Executive Vice President (EVP) for Academic Affairs, Continuing Education, and Workforce Development (AACEWD); and Kari Melvin, Recording Secretary.

Participating virtually were Jerry Boyd, Special Assistant to the President for Institutional Effectiveness; Dr. Nora Clark, Vice President (VP) for Learning Support; Lewis Godwin, Chief of Operations (COO); Dr. Cathy Jones, VP for Finance and Human Resources; Joseph McCormick, Chief Information Officer (CIO); Dr. Perry Wood, Chair, Faculty Association (FA); Frank Seidel, Vice Chair, FA; Evan Evans, Chair, College Senate; Robin Shusko, Vice Chair, College Senate; Shelby Carmon, Support Staff

Association (SSA) Executive; Kelly Stewart, Administrative Staff Association (ASA) Executive; Alan Whelan, President, Student Government Association (SGA); Dr. Beth Douthirt-Cohen, Executive Director of Diversity, Equity, and Inclusion; Dr. Candice Baldwin, Associate Vice President (AVP) for Student Success; Theresa Dorsey, Administrative Associate II, President's Office; Fred Hockenberry, Director of Auxiliary Services; Deborah Powell, Executive Director for the Office of Institutional Advancement and the FCC Foundation; and Laura Mears, AVP for Admissions & Enrollment Services.

CALL TO ORDER

The meeting was called to order by Board Chair Lynch at 5:32 p.m. Chair Lynch welcomed Trustee Luck to the Board and recognized the Affinity Group representatives and others participating.

ESTABLISHMENT OF QUORUM

Interim President Powell confirmed the presence of a quorum of the Board.

APPROVAL OF MINUTES

The Chair called for approval of the minutes of the June 16, 2021 regular meeting.

On a motion made by Trustee Fearnow and seconded by Vice Chair Kimberlin, the Board approved the minutes 4-0-1-2, as presented, with Trustee Luck abstaining and Trustees Barber and Molesworth absent.

The Chair called for approval of the minutes of the July 21, 2021 board retreat.

On a motion made by Trustee Luck and seconded by Trustee Miller, the Board approved the minutes 5-0-2, as presented, with Trustees Barber and Molesworth absent.

CHAIR'S REPORT

Chair Lynch reported on the progress for the search for the 11th President. He noted that the Board will be meeting with the search consultants in closed session immediately following this meeting. Vice Chair Kimberlin is serving as the Chair of the search committee. Chair Lynch is in the process of contacting community members and designated affinity group representatives to confirm their interest in serving. Trustees Fearnow and Luck have agreed to serve on the search committee. The Board is in the process of establishing a timeline with the search consultants. Vice Chair Kimberlin said her goal as Chair of the search committee is not only to guide the process, but also to keep all stakeholders informed.

INTERIM PRESIDENT'S MONTHLY REPORT

Board members received the Interim President's written report in their meeting packet. Also included in the President's written report were Interim President Powell's August 17, 2021 editorial in the Frederick News-Post; draft Key Objectives for Academic Year 2021-2022; and the CIP Construction Projects Update.

Interim President Powell announced that the first day of the semester was on August 21, 2021. He prays every day that we can hold the pandemic at bay. Masks are required in all classrooms and buildings. He reported that so far there has been very good compliance with everyone. In meetings where we know everyone is vaccinated, it is up to the comfort level of the participants. Interim President Powell provided the results of the COVID-19 vaccination survey: 422 employees (61%) responded; 403 (95%) indicated they are vaccinated; seven (2%) indicated they are not vaccinated; and 12 (3%) indicated they did not wish to respond.

Interim President Powell said that he and Communications Coordinator Caroline Cole met with the editorial board of the Frederick News-Post and they expressed interest in receiving more editorials. He plans to highlight students, faculty, and leadership.

Interim President Powell overviewed draft Key Objectives for Academic Year 2021-2022 and asked Trustees to submit any feedback to him. He added that the number one task will be the search for the new president.

Interim President Powell continued with further updates. Health indicators for FCC are being developed and will be presented at the next meeting. An all-staff email was sent to the College community to announce the reorganization of the Finance and Human Resources Teams. VP Jones has been asked to look into College food services and whether we should be a self-operation or use a provider. No decision will be made during the interim year, but it will be a consideration for the new president. Additionally, the renovations to Annapolis Hall have been delayed until the new president has the opportunity to provide input.

Chair Lynch commented that the editorial in the Frederick News-Post was a great presentation on the College view of life. He then asked Trustees to send any comments on the draft key objectives through him.

Vice Chair Kimberlin complimented Chair Lynch and Interim President Powell on their convocation message. Interim President Powell commended our audio/visual team in Marketing. He added that the departure of Mike Pritchard has left a void, but he is looking into a plan for public relations.

ACTION ITEMS

Approval of Revision to Board of Trustees Bylaws – Chair Lynch presented this item. The Board of Trustees annually review the Board Bylaws to ensure they reflect community values, beliefs, and needs. The Bylaws may be amended at any meeting of the Board, provided it was presented for review and discussion at a prior meeting. Amendment of the Bylaws requires approval by a majority of the appointed members of the Board.

The Board of Trustees reviewed its Bylaws at the July 21, 2021 Board Retreat and agreed upon the following revision to be submitted for approval: addition of “Approval of all naming rights per the College Naming Opportunities Policy and Procedures” to Section IV. Responsibilities of the Board, Subsection B.

Chair Lynch called for approval of the revised Board of Trustees Bylaws, as presented.

On a motion made by Trustee Fearnow and seconded by Trustee Miller, the Board approved the revised Board of Trustees Bylaws 5-0-2, as presented, with Trustees Barber and Molesworth absent.

Approval of the FCC Cultural Diversity Report – Annual Progress Report to the Maryland Higher Education Commission – Provost/EVP Hawkins stated that according to state law, every Maryland public college and university is required to develop and implement plans for cultural diversity and report on progress annually. He thanked the Board for establishing an annual strategic priority last year to close racial equity gaps and noted that much of the work from this past year is reflected in the report. Provost/EVP Hawkins then introduced Executive Director Douthirt-Cohen to present this item.

In a memo dated February 22, 2021, the Maryland Higher Education Commission (MHEC) advised institutions to submit progress reports on cultural diversity plans in a narrative format by September 1, 2021. The MHEC memo further provided instruction relative to narrative brevity while ensuring that each institution continues to make progress with the diversity goals of the State Plan. The narrative outline requests that the following be discussed using no more than one page for each topic: a description of how the institution defines diversity, citing how the institution developed that definition (e.g., processes, sources, and guidance used); a brief highlight of the most successful ongoing and new institutional initiatives designed to address issues related to cultural diversity within the campus and the broader community, and how their efficacy is measured; a brief discussion of the ways in which the institution anticipates COVID-19 most affecting – either negatively or positively – its efforts to enhance diversity on its campus or campuses, to include, acknowledgement of issues such as disproportionate impacts on retention and graduation among certain populations; the shift to distance education modalities limiting the ability to provide in-person programming; or, in contrast, the shift to online education providing opportunity for more students to access diversity programming.

Executive Director Douthirt-Cohen overviewed the report, which Trustees received in their meeting packet. The 2021 Maryland Higher Education Commission Cultural Diversity Report captures Frederick Community College diversity, equity, and inclusion goals and initiatives and features some of the College-wide progress made on those goals. Several examples of our distinct diversity efforts and inclusion accomplishments can be found throughout the report. The report discusses the Frederick Community College Diversity, Equity, and Inclusion Strategic Plan 2019-2024 and the Institutional Racial

Equity Plan 2021-2027, highlighting the plans implementation of accountability leaders, benchmarks, and assessment tools to determine if the College has met its goals around supporting access and success for specific student populations, faculty, and staff. The report describes the improvements being made with respect to recruiting racially diverse faculty and staff through an emphasis on recruiting a diverse applicant pool; requiring annual search chair and committee training to reduce implicit bias in searches; assigning diverse representation to search committees, and writing interview questions which communicate our institutional commitment to diversity. The report outlines the developmental reform in math and English initiative, culturally responsive teaching scholars, professional development focused on diversity, equity, and inclusion and the impact of COVID-19 on our diversity, equity, and inclusion efforts.

Executive Director Douthirt-Cohen recommended approval of the FCC Cultural Diversity Report – Annual Progress Report to MHEC and submission to MHEC by September 1, 2021.

Vice Chair Lynch noted a typo to be corrected on page four of the report.

On a motion made by Trustee Luck and seconded by Trustee Fearnow, the Board approved the report 5-0-2, as amended, with Trustees Barber and Molesworth absent.

Approval of Juneteenth as a College Holiday – Interim President Powell presented this item. He stated that the federal government approved Juneteenth as a holiday after the Board had approved the calendar for this coming year. Juneteenth falls on a Sunday in 2022 and would therefore be observed on Monday, June 20, 2022, in accordance with College practice. Director Spiegel added that both the state and county also observe Juneteenth as a holiday.

On a motion made by Vice Chair Kimberlin and seconded by Trustee Fearnow, the Board approved Juneteenth as a College holiday 5-0-2, with Trustees Barber and Molesworth absent, consistent with the observance by the federal government, state of Maryland, and Frederick County.

INFORMATION/DISCUSSION ITEMS

Quarterly Financial Report for the Period Ending June 30, 2021 – VP Jones presented this item. She stated that the figures in the report are preliminary for the year ending June 30, 2021. The final audit will be available in October. VP Jones reviewed the preliminary report with the Board. A copy of the report is available from the President's Office.

Trustee Fearnow asked about placing Higher Education Emergency Relief Funds in College investment accounts. VP Jones explained that the College has an investment account that runs through its operating revenues. These funds will be placed in the investment account and earn interest until such time the Board sets priorities for the use of them. Chair Lynch asked if the funds are subject to certain limitations on what they could be used for. VP Jones answered that the limitations were on what the College could ask for. The College met the legal requirement to draw down these monies and they are now at the discretion of the Board. Interim President Powell asked VP Jones to confirm whether the monies in investments are fairly liquid and not subject to any long-term bonds. VP Jones answered yes, they can usually be withdrawn within 30 days. Interim President Powell commended VP Jones on her handling of all College finances and for being able to walk him through them. He continued that FCC is doing great compared to other colleges and that can be attributed to the deliberate planning and leadership by VP Jones. Chair Lynch

said it sounds like this gives us opportunities to serve our students in ways we may not have visualized before and suggested a brainstorming session on the best ways to do so. Vice Chair Kimberlin also expressed gratitude to VP Jones for her assistance in gathering names from the affinity groups for the presidential search committee. Trustee Luck said he appreciated the detailed overview and graphs included in the financial report. Chair Lynch added that he serves on the Frederick County Interagency Internal Audit Authority and it is always a pleasure when there are clean audits of FCC. He recognized CIO McCormick and VP Jones for their enormous time-commitment this past year on responding to Frederick County audits.

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

CONSENT ITEMS

Pursuant to the Board of Trustees Bylaws, the Board may make one motion and hold one vote for all items designated as consent items on the monthly Board agendas. Any Board member, who for any reason, wants to discuss an item or needs to recuse themselves from voting on an item, may remove the item from the consent list and it will be dealt with as a regular action item. Chair Lynch asked for any discussion or a motion for approval of the following items:

- **Piggyback Contract with Honorlock for Online Proctoring Solution in the amount of \$45,500; Piggyback of the Pennsylvania's State System of Higher Education (PASSHE) Online Proctoring Solutions RFP #2020-COOP LAV-45 through our partnership with OMNIA;**

- **Piggyback Contract with Dell Inc. for the FCC Mid-Atlantic Center for Emergency Management and Public Safety Laptops in the amount of \$38,286.85; Piggyback of the Maryland Education Enterprise Consortium (MEEC) Contract #UMD-972016;**
- **Piggyback Contract with Premier Foodservice/US Foods for Food Products and Distribution Services; Piggyback through North Carolina State University Contract #42356;**
- **Piggyback Contract with Davenport & Company LLC for Financial Advisory Services in the amount not to exceed \$75,060; Piggyback through Frederick County Maryland Contract Services Agreement No. 20-360; and**
- **Recommendation to Award Architectural and Engineering Consulting Services for Facilities Master Plan and Facilities Condition Assessment.**

Trustee Fearnow commented he was glad to see the College engaging with Davenport & Company, LLC to look into the refinancing of bonds. VP Jones estimated an anticipated savings of \$500,000 to \$600,000. There was no further discussion.

On a motion made by Trustee Fearnow and seconded by Trustee Luck, the Board approved the consent items 5-0-2, as presented, with Trustees Barber and Molesworth absent.

Backup documentation for each consent item is available from the President's Office.

TRUSTEE COMMENTS

Trustee Luck said it is a pleasure to be on the Board and he is looking forward to a long career at FCC.

Trustee Miller welcomed everyone back and commented on a great start to the semester. She hopes we keep getting back to as normal as we can and she is looking forward to hearing about the exciting things going on.

Chair Lynch thanked everyone in attendance this evening for all of their work. He continued that he had the pleasure of attending the graduation ceremony for the first cohort of the American Sign Language Interpreter Preparatory Program last Friday and it was one of the most delightful experiences of his life.

Vice Chair Kimberlin said that we are very fortunate to have such wonderful employees at FCC. She wished Mike Pritchard and Melissa Bard well and said we are sorry to see them go.

CLOSED SESSION

At 6:26 p.m., the motion was made by Vice Chair Kimberlin to convene in closed session. The motion was seconded by Trustee Fearnow and approved by the Board 5-0-2, with Trustees Barber and Molesworth absent.

This action was taken in accordance with the Maryland's Open Meetings Act, Section 3-305(b)(1) to discuss 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 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. In attendance: Trustees Tom Lynch, Chair; Carolyn Kimberlin, Vice Chair; Gary Fearnow; Theodore Luck; and Dr. April Miller. Trustees Ellis Barber and Dr. John Molesworth were unable to participate. Also present were Interim President Dr. Thomas Powell, Secretary/Treasurer of the Board and Kari Melvin, Recording Secretary. Participating virtually were Dr. Cathy Jones, VP for Finance and Human Resources; Edmund J. O'Meally, Esquire, Counsel to

Frederick Community College; and Jean Floten and Dr. Eric Richtmyer, Consultants from Academic Search, Inc.

The Board reviewed closed session minutes from July 21, 2021 pursuant to Section 3-306(c)(3)(ii) of the General Provisions Article of the Maryland Annotated Code. The Chair called for approval of the closed session minutes.

On a motion made by Trustee Luck and seconded by Trustee Fearnow, the Board approved the July 21, 2021 closed session minutes 5-0-2, as presented, with Trustees Barber and Molesworth absent.

The Board discussed and reviewed the proposed timeline for the presidential search.

On a motion made by Trustee Luck and seconded by Trustee Fearnow, the Board approved the timeline 5-0-2, as presented, with Trustees Barber and Molesworth absent.

The Board discussed and reviewed the proposed composition of the search committee.

On a motion made by Trustee Fearnow and seconded by Trustee Luck, the Board approved the proposed search committee 5-0-2, as presented, with Trustees Barber and Molesworth absent.

The Board discussed the characteristics and traits that are desired for the next president and identified required and desired qualifications.

On a motion made by Vice Chair Kimberlin and seconded by Trustee Fearnow, the Board approved 5-0-2, with Trustees Barber and Molesworth absent, to adjourn the closed session at 8:43 p.m.

NEXT MEETING

The next regular meeting of the Board will be held on Wednesday, September 22, 2021.

**Dr. Thomas Powell
Secretary/Treasurer**

**Prepared by Kari Melvin
Office of the President
Frederick Community College**