

**Board of Governors
Pennsylvania's State System of Higher Education**

Meeting Minutes

305th Meeting
Thursday, April 11, 2024
9:00 a.m.

Alexander Grass Campus for Jewish Life
Harrisburg, PA

ATTENDING

Board of Governors:

Robert Bogle
Representative Tim Briggs
William Gindlesperger
Abigail Hancox, student member
Darrek Harshberger, student member
Katie Merritt, Designee for Governor Shapiro
Daniel Klingerman
David M. Maser (Vice Chair)
Marian Moskowitz
Dr. Kate Shaw, Designee for Secretary of Education, Dr. Khalid N. Mumin
Representative Brad Roae
Senator Judith Schwank
Dr. Cynthia D. Shapira (Chair)
Larry C. Skinner
Samuel H. Smith (Vice Chair)
Cindy Urban, Designee for Senator David Argall
Skylar Walder, student member
Secretary Neil R. Weaver
Janet L. Yeomans

Also, in attendance was Faculty Liaison, Dr. Tina Chiarelli-Helminiak.

Chair Cindy Shapira called the meeting to order at 9:02 a.m.

Attendance taken at the direction of Chair Shapira established that a quorum of the Board was present.

CHAIR'S REMARKS (Full remarks in video archive)

Chair Shapira welcomed all in attendance, reviewed the meeting agenda and extended appreciation to the staff at the Alexander Grass Campus for hosting our meeting. Chair Shapira recognized Governor Skylar Walder who will be graduating from Shippensburg University in May and moving forward to graduate school. The board will officially recognize Governor Walder at the July meeting.

PUBLIC COMMENT

None.

REMARKS BY UNION LEADERS (Full remarks in video archive)

- Dr. Ken Mash, President, APSCUF, provided brief remarks.

CONSENT AGENDA

MOTION: CHAIR SHAPIRA MOVED THAT THE CONSENT AGENDA BE APPROVED AS PRESENTED:

- **MEETING MINUTES – FEBRUARY 8, 2024**
- **AUTHORIZATION TO ISSUE REFUNDING BONDS IN FY 2024/25**

Voice vote. No opposition. The motion passed.

STUDENT SUCCESS COMMITTEE (Full remarks in video archive)

Committee Chair Maser presented the Annual Syed R. Ali-Zaidi Award for Academic Excellence. Rukayat Sulaiman, a student at Cheyney University of Pennsylvania, was selected as the recipient of the 2024 Syed R. Ali-Zaidi Award for Academic Excellence.

REMARKS ON BEHALF OF PACT (Full remarks in video archive)

- Dr. Rich Frerichs, President, PACT, provided brief remarks.

REMARKS BY CHANCELLOR (Full remarks in video archive)

Chancellor Greenstein provided remarks that were focused on the investment in the state system.

STUDENT SUCCESS COMMITTEE (Full remarks in video archive)

Committee Chair Maser reviewed the committee items as presented in the meeting materials.

Dr. Donna Wilson, Vice Chancellor and Chief Academic Officer and Chancellor Greenstein presented a brief overview of the revised policies for consideration.

Roll call was conducted at the request of Committee Chair Maser, and the following members were present: Marian Moskowitz, Cindy Urban (designee for Senator Argall), Tim Briggs, Dr. Kate Shaw (designee for Secretary Mumin), Larry Skinner, Cynthia Shapira (ex-officio), and President Bashar Hanna (non-voting liaison).

MOTION: COMMITTEE CHAIR MASER MOVED THAT THE BOARD APPROVES REVISIONS TO POLICY 1990-06-A: ACADEMIC DEGREES AND POLICY 1986-04-A: PROGRAM REVIEW AS SHOWN IN THE BOARD MATERIALS.

Voice vote of the committee. No opposition. The motion passed.

Chancellor Greenstein provided remarks related to student success. He presented a slide deck about investing in PASSHE and understanding our revenue sources.

GOVERNANCE AND LEADERSHIP COMMITTEE (Full remarks in video archive)

Roll call was conducted at the request of Committee Chair Smith, and the following members were present: David Maser, Abigail Hancox, Teresa Hoffert (designee for Senator Schwank), Cynthia Shapira (ex-officio), and President Kenneth Long (non-voting liaison).

Committee Chair Smith reviewed the committee items as presented in the meeting materials. Chair Smith presented a brief overview of the student trustee selection process.

President Wubah presented a brief introduction of candidate Bridget Lau for consideration of the position of student trustee.

President Bernotsky presented a brief introduction of candidate Tyrique Whitson for consideration of the position of student trustee.

President Patterson presented a brief introduction of candidate Colin Arnold for consideration of the position of student trustee.

President Riley presented a brief introduction of candidate Charli Severo for consideration of the position of student trustee.

President Fiorentino presented a brief introduction of candidate Chris Needham for consideration of the position of student trustee.

MOTION: COMMITTEE CHAIR SMITH MOVED THAT THE BOARD HEREBY APPOINTS BRIDGET LAU TO THE MILLERSVILLE UNIVERSITY COUNCIL OF TRUSTEES, TYRIQUE WHITSON TO THE PENNWEST UNIVERSITY COUNCIL OF TRUSTEES, COLIN ARNOLD TO THE SHIPPENSBURG UNIVERSITY COUNCIL OF TRUSTEES, CHARLI SEVERO TO THE SLIPPERY ROCK UNIVERSITY COUNCIL OF TRUSTEES, AND CHRIS NEEDHAM TO THE WEST CHESTER UNIVERSITY COUNCIL OF TRUSTEES.

Voice vote of the committee. No opposition. The motion passed.

Committee Chair Smith presented a brief overview of the Board of Governors student member selection process.

President Patterson presented a brief introduction of candidate Ali Sina Sharifi for consideration of the position of Board of Governors student member.

MOTION: COMMITTEE CHAIR SMITH MOVED THAT THE BOARD APPOINTS ALI SINA SHARIFI OF SHIPPENSBURG UNIVERSITY AS A MEMBER OF THE BOARD OF GOVERNORS IN ACCORDANCE WITH THE STATE SYSTEM'S ENABLING LEGISLATION, AS AMENDED.

Voice vote of the committee. No opposition. The motion passed.

BOARD CONSIDERATION (Full remarks in video archive)

CHAIR SHAPIRA MOVED THAT THE BOARD APPROVES THE STUDENT SUCCESS COMMITTEE AND GOVERNANCE AND LEADERSHIP COMMITTEE ACTIONS AS PRESENTED:

- o Update to Policy 1990-06-A: Academic Degrees
- o Update to Policy 1986-04-A: Program Review
- o Student trustee appointments
- o Student Board member appointment

Voice vote. No opposition. The motion passed.

POLICY UPDATES FROM DEI REVIEW (Full remarks in video archive)

Dr. Denise Pearson, Vice Chancellor, Chief Diversity, Equity & Inclusion Officer, presented policy updates as part of the effort to review all board level policies through an equity lens and revise them as needed.

MOTION: CHAIR SHAPIRA MOVED THAT THE BOARD APPROVES THE AMENDMENTS TO POLICIES 1989-01: UNIVERSITY DIPLOMAS, 2013-02-A: EVALUATING THE CHANCELLOR, AND 1988-03: DATA COLLECTION AND REPORTING AS PRESENTED.

Voice vote. No opposition. The motion passed.

FINANCIAL SUSTAINABILITY (Full remarks in video archive)

Molly Mercer, Chief Financial Officer, provided an overview regarding financial sustainability.

MOTION: VICE CHAIR SMITH MOVED THAT THE BOARD APPROVE A LOAN FOR CHEYNEY UNIVERSITY OF PENNSYLVANIA OF UP TO \$6.0 MILLION IF NEEDED, WITH THE FOLLOWING PAYMENT TERMS AND LOAN COVENANTS.

- The Borrower agrees that the principal and any and all accrued interest will be paid by a transfer out of its operating account in accordance with schedule(s) described in the draft promissory note, attached. The Borrower also agrees to record a “note payable” on its financial statements on the effective date of each draw.

- In accordance with System Procedure/Standard 2019-40: University Financial Sustainability, the Borrower must:
 - Provide updates and allow for Office of the Chancellor staff to monitor the implementation activities associated with the financial aid outsourcing vendor to assess status against objectives.

 - Provide weekly cashflow updates, as prescribed by the Office of the Chancellor, reflecting anticipated revenues, expenditures, and aging payables.

 - Provide actual headcount and full-time equivalent enrollment each semester; and updated enrollment projections for each upcoming term.

 - Provide quarterly progress against the sustainability plan, which must include at a minimum attainment of workforce and operating goals, as described in the approved sustainability plan,

 - Comply with other such actions as the Board of Governors directs to achieve financial sustainability.

Voice vote. No opposition. The motion passed.

RATIFICATION OF COLLECTIVE BARGAINING AGREEMENTS (Full Remarks in video archive)

MOTION: CHAIR SHAPIRA MOVED THAT THE BOARD RATIFIES:

- (1) the collective bargaining agreement with the Association of Pennsylvania State College and University Faculties (APSCUF Faculty);**
- (2) the collective bargaining agreement and the Memorandum of Understanding with the Office and Professional Employees International Union Healthcare Pennsylvania;**
- (3) the collective bargaining agreement with the Association of Pennsylvania State College and University Faculties (APSCUF Non-Faculty Coaches); and**
- (4) authorize the chancellor and the chair of the Board to execute the appropriate documents.**

Voice vote. No opposition. The motion passed.

NON-REPRESENTED EMPLOYEES' MERIT POOL (Full remarks in video archive)

MOTION: CHAIR SHAPIRA MOVED THAT THE BOARD AUTHORIZES THE CREATION OF MERIT POOLS FOR FISCAL YEARS 2023-24, 2024-25, 2025-26, AND 2026-27 FOR NON-REPRESENTED EMPLOYEES WITH ANNUAL PERCENTAGE INCREASES NOT TO EXCEED THOSE PROVIDED TO THE LARGEST BARGAINING UNIT WITHIN PASSHE.

ANY SALARY ADJUSTMENTS SHOULD BE BASED ON THE EMPLOYEE'S PERFORMANCE AS DOCUMENTED THROUGH EVALUATIONS FOR THE GIVEN PERFORMANCE PERIODS, PURSUANT TO ALL APPLICABLE BOARD OF GOVERNORS' POLICIES, AND IN ACCORDANCE WITH GUIDELINES PROMULGATED BY THE CHANCELLOR.

Voice vote. No opposition. The motion passed.

ADJOURNMENT

For the record, Chair Shapira reported that the Board met in executive session on April 10, 2024 from 1:00 p.m. to 2:00 p.m. to discuss personnel matters and from 3:26 p.m. to 5:00 p.m. to discuss contractual matters.

Faculty Liaison, Dr. Tina Chiarelli-Helminiak presented a final matter before the board regarding the Chancellor's remarks on investment in the state system.

The meeting was adjourned at 10:31 a.m.

ATTEST:

Randy A. Goin, Ph.D.
Deputy Chancellor

Meeting webcast is available here: [BOG Meeting 4-11-24 \(youtube.com\)](https://www.youtube.com/watch?v=BOG-Meeting-4-11-24)