



BOARD OF TRUSTEES MEETING

November 4, 2021
Murdock Hall, Room 208
Audio/Video Conference

The following Trustees were present:

Mohan Boodram
John Barrett III*
JD Chesloff*

Frederick Keator*
Karen Kowalczyk*
Denise Marshall

Edgar Perez
Robert Reilly

Trustees Absent:

Brenda Burdick
Kathleen Therrien
Franklyn Reynolds

MCLA Staff in attendance:

James F. Birge, President
Lisa Lescarbeau, Clerk

*Denotes remote participation

As allowed by executive order of the Governor of Massachusetts, in compliance with the provisions of Massachusetts General Laws, Chapter 30 and 15A, Section 9, and with a quorum present in-person and via audio/video-conference, the Board of Trustees of Massachusetts College of Liberal Arts met on November 4, 2021 with Board Chair Boodram presiding.

For purposes of recording, it was noted that the Board Development session was held at 4:30 p.m. and Trustees were provided an overview of curricula with Dr. Richard Glejzer, Vice President of Academic Affairs.

Chair Boodram called the meeting to order at 5:34 p.m.

Fiscal Affairs Committee Chair Report on the Meeting of October 12, 2021

Trustee Kowalczyk presented the report of the Fiscal Affairs Committee meeting of October 12, 2021.

Mr. David DiIulis of O'Connor & Drew provided the Committee with a report on the FY 2021 audit. He reviewed a prepared document on required communications with the committee that outlined the auditors' responsibilities as well as accounting policies and the various steps taken during the audit.

With regard to Significant Transactions, Mr. DiIulis reviewed the College's HEERF and SIP funds, and MSCBA bond refunding. In response to the Coronavirus pandemic the federal government awarded the College approximately \$7.8M in grant funding. Of this total, \$3.3M is required to be distributed to students as emergency grants. The remaining \$4M can be used by the College to cover any COVID-19 related costs or lost revenue (institutional costs). As of June 30, 2021, the College has recognized approximately \$2M of these funds (\$1.3M student, \$700K institutional costs). In July 2020 the MSCBA partially refunded the College's outstanding bonds with the goal of providing budgetary relief for FY2021 and FY2022.

Mr. DiIulis stated the firm's independence with respect to the College within the meaning of the pronouncements of the Independence Standards Board, GASB, and under Rule 101 of the AICPA Code of Professional Conduct.

The resulting unmodified opinion on the College's financial statements shows that there are no Material Weaknesses or Significant Deficiencies identified within the report. There were no findings in either the accounting practices or internal control procedures.

He commented on the upcoming GASB pronouncement, GASB Statement 87, which is related to operating leases and is effective for periods beginning after June 15, 2021. Dorm buildings which are leased from the State will appear on the College's balance sheet at present value of payment streams.

Mr. DiIulis then reviewed Management Discussion and Analysis (MD&A) as well as the Audited Financial Statements and Footnotes for the year ending June 30, 2021. He noted that there were no major issues or disagreements with management, and there were no pervasive financial statement fraud risks identified.

The College's total assets remain unchanged year over year.

- Cash and equivalents increased \$2.3M
- Capital assets decreased \$1.5M as a result of depreciation expense exceeding what the College had included in the budget
- Liabilities decreased as a result of OPEB
- Net position increased from \$59.8M to \$60.9M.

Highlights of the Statement of Revenues, Expenses and Changes in Net Position include:

- Net position increased \$1.1M
- Operating revenue was down \$3.6M related to tuition fees, residency, and dining
- Total operating expense is down \$3.8M
- Net operating loss is \$28M
- Net operating revenues decrease before other revenues is \$215K
- Net non-operating revenues increased by \$1.1M as a result of operating expenses that were down lower than operating revenues

Highlights of the Statements of Cash Flow include:

- Cash increase of \$2.3M
- Net cash increase of \$3.7M of which capital assets purchases were \$2.1M

Mr. DiIulis reviewed notes to the financial statements including discussion of operations and the impact of the pandemic. Federal award moneys are provided by component in the draft audit report provided to trustees prior to this meeting. In summary, the College was awarded \$7.8M in total, with \$5.8M remaining for FY22 and potentially FY23 if an extension is sought. There was no spend in FY21 of the CARES and ARPA funds.

Mr. DiIulis then pointed Trustees to the footnote disclosures noting that many remain the same from the prior fiscal year audit report. Accounts receivable are down as a result of collections.

The pension disclosure beginning on page 35 of the draft audit provided is provided by the Commonwealth and includes information relative to contributions, liabilities and sensitive analyses. Other Postemployment Benefits (OPEB) provided by the state is discussed beginning on page 42 with itemized appropriations provided on page 51. Page 61 is a schedule of net position for the dormitory trust fund showing assets, liabilities and net position. This schedule is unaudited and required by state as part of audit reporting.

Mr. DiIulis closed with the Independent Auditors' Report of Internal Controls. The results of the auditors' tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

The Committee voted to accept and advance the FY 2021 audited financial statements to the Executive Committee of the board for approval at the October 13, 2021 Executive Committee meeting.

With regard to questions of the reported \$28M net operating income loss, it was clarified that this number is the calculation before state appropriations. With state appropriations, the College ended the fiscal year with a net increase in net position of over \$1.06M.

Executive Committee Chair Report on the Meeting of October 13, 2021

Chair Boodram presented the report of the Executive Committee of the Board meeting of October 13. The Committee heard the report on the College's annual audit conducted by O'Connor and Drew. The details of this audit were provided in the report of the Fiscal Affairs Committee from Trustee Kowalczyk. Ratification of the acceptance of the audit report as voted at the Executive Committee meeting of October 13 was proposed.

Upon motion duly made and seconded, upon roll call vote:

WHEREAS, the Bylaws of MCLA, stipulate that the Executive Committee of the Board has full power to act upon any matters referred to it by the President of the College or the Chairperson and that all such actions taken by the Executive Committee are subject to ratification by the full Board at its next meeting; and

WHEREAS, the College's traditional independent audit reporting process was advanced in order to align with the Commonwealth's October 15, 2021 audit report filing deadline; and

WHEREAS, the Executive Committee of the Board was convened by the Chairperson on October 13, 2021, to act upon the independent audit report; and

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of MCLA hereby ratifies the action taken by the Executive Committee of the Board on October 13, 2021 to accept the independent report of the auditor for fiscal year 2021.

Academic Affairs Committee Chair Report on the Meeting of October 5, 2021

President Birge presented the report of the Academic Affairs Committee meeting of October 5, 2021.

The meeting began with presentations from faculty members who have applied for tenure. The Committee heard from Assistant Professors Guodong Wang from the Computer Science Department, Shawn McIntosh from the English and Communications Department, and Nicole Porter from the Biology Department. Each provided an overview of their educational background, teaching, scholarly work including publications and major presentations, and service.

The board is grateful for the work of each and looks forward to hearing in December from two additional faculty members who have applied for tenure.

VP Glejzer provided an overview of the College's return to in-person teaching and the classroom experience, both of which were prioritized for the College's fall opening.

Some complexities arose around faculty seeking exemptions to teach online. These decisions are made on a case-by-case basis, and all requests made for exemptions not related to religious or medical reasons have been denied. Faculty members at MCLA have been willingly accepting of the vaccine and masking mandates with a 99% rate of vaccination among this group.

We are grateful to our faculty who have made such a tremendous commitment to protecting the health of our community.

Students requesting to participate in courses via online methods have been required to make the request through the College's accommodation process. Reasonable accommodations are made where possible.

VP Glejzer discussed the use of Canvas software and how it can be used to inform online learning. At this point in time all faculty have had experience with Canvas and this allows students to enter a class experience with some consistency. Building upon this will be explored as opportunities are considered.

MCLA received NECHE limited approval to offer up to 50% of our courses in an online environment. While the in-person classroom experience remains a priority for undergraduate study, online is useful in the DGCE space, and an application to offer the College's MBA program fully online will be submitted in the coming months.

International study programming was discussed. Additional efforts within the division are being placed on expanding these opportunities for students. Time is needed to develop international partners and to work with faculty who have connections with other institutions who can help advance this work at MCLA. When exploring the international programming, consideration should be given to opportunities for faculty where possible. International study programs for the spring semester have been canceled as a result of safety considerations.

Career Services will begin reporting to the VP of Academic Affairs and opportunities to expand career services for students are being explored.

Discussions continue with the Education Department to address the latest review and recommendations by DHE.

Student Affairs Committee Chair Report on the Meeting of November 4, 2021

Trustee Chesloff presented the report of the Student Affairs Committee meeting of November 4, 2021.

Student Kennedy Sobon, President of the Senior Class provided an overview of the newly formed Counseling Service Student Advisory Board, which will offer peer support to assist with counseling services. It is intended to provide a safe space for students to share their emotions and experiences prior to speaking with a counselor and in the event that an appointment may not be immediately available with counseling services. Members of this board are in the training process with Heidi Reillo, Counseling Center Director and anticipate being operational in Spring 2022.

Greek life on campus was discussed. A subcommittee of the College's Student Affairs Committee will be charged with establishing a committee to examine Greek life on campus.

Dr. MacDonald-Dennis provided an overview of the College's Day of Dialogue and Racial Equity and Justice Initiative (REJI) work on campus. The Day of Dialogue was well attended and continues to feel like an integral part of campus. Work with REJI included participation in focus groups with other CDOs, CFOs and consultants. Equity audits will be considered as part of the REJI work to be done on campus. The findings of these audits will provide data to address equity issues and determine actionable items.

Chief Daniel Colonna presented the College's annual Clery Report (2021 Annual Security and Fire Safety Report) for reporting year 2020 noting that the full report is available at the College's

website and was provided to the College community on October 1, 2021. He provided a summary of the reporting requirements and the Clery Act for disclosure of campus security policy and campus crime statistics.

In 2020, there were two reports of sex offenses – forcible, rape, fondling; one report of dating violence, and one report of stalking in the criminal offenses – on campus category. These numbers are the same for the criminal offenses – on-campus, residence halls category and are not cumulative.

There were no arrests on campus, two illegal weapons violations, three drug law violations and 21 liquor-law violations. There were no fires in any of the College's three residential areas and each had two fire drills.

In response to questions regarding the number of officers on the campus police force, Chief Colonno noted that there are currently 10 officers, and the force is down in numbers due to a lack of applicants and viable candidates to fill the open positions. He stated that there is a dispatcher on campus at all times.

Trustees further discussed requirements of police officers, state and federal reform, and retention and training of officers.

Chief Colonno departed the meeting.

MCLA Foundation

Trustee Marshall presented the report of MCLA's Foundation Board meeting of October 6, 2021. The fiscal year 2021 financial statements were discussed by the Treasurer. Seven new corporators were elected: Brian W. Drake, Brad J. Felix '06, Brent F. Filson, Frederick Keator, Evaguel (Eva) Rhysing, Molly O'Meara Sheehan, and Judith Wilkinson.

Three Foundation directors were reelected for a second term: Kimberly Boyden-Briones '89, Mary Nash, and Denise Richardello '77, M.Ed. '81; and three Foundation directors were elected for a third term: Julie Arnold '94, Jason Dohaney '04, and Amy Smith '96. Corporator Chrystina Gegan Parks was elected as a member of the Board of Directors

President Birge provided a campus update and introduced Vice Presidents Smith and Glejzer who spoke about their first few months on the job, and the challenges and opportunities they are experiencing.

Foundation President Bob Ziomek gave the Foundation and Institutional Advancement's Annual report. He discussed how the Foundation Board is gearing up to support a major fundraising initiative and the College is supporting it. Staffing and volunteers are the key to success. At this time as organized MCLA is a \$2-2.5 million fundraising organization. The plan over the next 3-5 years is to try and double that amount. More to come as this plan is executed.

The endowment value as of September 30, 2021 was \$17.36 million and total Foundation assets were \$23.95 million. As of September 30, 2021, total giving including grant funds was \$823,349 with 90 alumni donors to date.

The Alumni Association Board of Directors will meet on November 13, 2021. Planned activities for the remainder of the fall semester include regional alumni events in Worcester and Albany, and career programming for students and recent graduates.

Five new corporate connections were made and eight strategic partnerships were established or strengthened.

Approval of Minutes of Committee Meetings

Upon motion duly made and seconded, by roll call vote, it was unanimously:

VOTED: to approve the following meeting minutes and all actions contained therein:

- Board of Trustees of September 30, 2021
- Student Affairs Committee of September 30, 2021
- Academic Affairs Committee of October 5, 2021
- Fiscal Affairs Committee of October 12, 2021
- Executive Committee of October 13, 2021

Chairman's Report

Chair Boodram began his report to the Trustees with comments on board membership. Ms. Susan Gold has reached the official end of her service as a Trustee and will be honored at a reception following the December Board of Trustees meeting.

Franklyn Reynolds has been appointed to the College's Board of Trustees and was being sworn in by the Governor's office this week.

Chair Boodram reminded Trustees of the state mandated training and the need to complete all eight modules by December 1. All trainings are available on line and Trustees should contact Ms. Lescarbeau for assistance accessing the training site, what modules remain incomplete, and if the state's attendance records are inaccurate.

Chair Boodram also reminded Trustees of the need to complete the annual disclosure and confidentiality agreements.

For purposes of public meeting attendees, Chair Boodram asked Trustees to identify themselves prior to speaking.

President's Report

President Birge provided the President's Report to the Board and began with an overview of the start to the semester. Students, faculty and staff are all on campus and have been complying with safety protocols set in place.

Counseling services staff have experienced an increase in requests for services and third party online counseling services are being explored. For clarification, President Birge noted that students participating with the peer counseling committee are not counselors, but instead are a first point of contact to help with access to counseling services.

Students have expressed being challenged by the rigor of in-classroom learning, as they switch from nearly 19 months of remote learning. Students are encouraged to seek support from College resources.

MCLA has two athletics teams competing in playoffs this week. Women's volleyball is at Worcester to advance in the semi-finals and men's soccer will be at Salem State for MASCAC playoffs.

COVID protocols continue to be effective on campus. Of five recent positive students, none were identified as related to campus transmission. The College's rate of positivity is .52% and is below the state and region rates.

Vaccination rates of faculty and staff are very good and place the College within rates considered for herd immunity. Testing protocols for student surveillance are again in place, as well as free testing offered to faculty and staff.

President Birge stated that a campus food drive to support the Food Pantry will be done in conjunction with the December Board of Trustees meeting and the planned faculty and staff holiday gathering.

With no other business being brought before the meeting, upon a motion duly made and seconded, it was unanimously:

VOTED: to adjourn the meeting at 6:20 p.m.