The meeting was called to order at 5:01 p.m.

There were present:

**Committee Members:**
- Hon. Benno Schmidt, Chair
- Hon. Valerie Lancaster Beal
- Hon. Wellington Z. Chen
- Hon. Freida D. Foster
- Hon. Joseph J. Lhota

**Trustee Observers:**
- Hon. Charles A. Shorter
- Hon. Joseph K. Awadjie

**Trustee Staff:**
- General Counsel and Senior Vice Chancellor
  - Frederick P. Schaffer
- Ms. Towanda Lewis
- Ms. Doris Wang

**University Staff:**
- Chancellor James B. Milliken
- Interim Executive Vice Chancellor and University Provost Julia Wrigley
- Executive Vice Chancellor and Chief Operating Officer Allan H. Dobrin
- Vice Chancellor Frank Sánchez
- Vice Chancellor Matthew Sapienza
- Vice Chancellor Gillian Small
- Vice Chancellor Gloriana Waters
- Interim Vice Chancellor Judy Bergtraum
- Associate Vice Chancellor Brian Cohen
- Senior University Dean/Special Counsel to the Chancellor Dave Fields
- Senior Advisor to the Chancellor Marc V. Shaw
- Interim Director of Public Private Partnerships Dana Sunshine

**Cal. No.**  **DISPOSITION**

The agenda items were considered and acted upon in the following order:

I. **ACTION ITEMS:**

A. **APPROVAL OF THE MINUTES OF THE MEETING OF SEPTEMBER 23, 2014.** The minutes were approved as submitted.

B. **POLICY CALENDAR**

1. **THE CITY UNIVERSITY OF NEW YORK - APPROVAL OF START-UP NY PARTICIPATING BUSINESS:**

   RESOLVED, That the Executive Committee of the Board of Trustees of The City University of New York approve the selection of OnForce Solar, Inc. ("OnForce") to participate in the Start-Up NY program (the "Program") through Bronx Community College. The President of Bronx Community College and the General Counsel are each authorized to execute and submit all documents that are necessary or useful to effectuate OnForce’s participation in the Program. OnForce’s participation in the Program shall be subject to all University and New York State requirements. All Program documents to be executed for the University shall be subject to approval as to form by the University Office of General Counsel.

   **EXPLANATION:** The Program authorizes the creation of tax-free zones on eligible university campuses in New York State for new and expanding businesses. Under New York State law five CUNY campuses, including Bronx Community College, have been designated by the Board to participate in the Program. CUNY campuses other than the five designated by the Board may apply to host tax-free zones in competition with other universities.
Tax-free zones may be located within eligible College campuses, affiliated business incubators, and certain off-campus space affiliated with participating Colleges. Businesses located within these tax-free zones will be generally exempt from State taxes, and the income paid to new employees of such businesses will be fully or partially exempt from State and local income taxes, for a period of ten years. In order to participate in the Program, businesses must be either a start-up or a high-tech business, must create new jobs, must not compete with any existing business within the immediate community but outside the tax-free zone, must be aligned with or further the academic mission of the host campus, and must provide positive community and economic benefits. Businesses applying to participate in the Program are subject to approval by CUNY and the NYS Commissioner of Economic Development.

The five campuses designated by the Board are permitted to include an unlimited amount of campus and affiliated space in the Program. CUNY has worked with New York State Empire State Development, which administers the Program, to solicit potential businesses on an ongoing basis, and the College identified OnForce as offering a particularly strong fit for its academic programs. Pursuant to University policy, OnForce was evaluated and recommended for selection into the Program by a committee of College and Central Office staff, and by the College President and the Vice Chancellor for Facilities Planning, Construction and Management (or their designees).

Chancellor James Milliken stated that this will be the first time that such a program has been presented to this Board at this stage for an approval. CUNY is excited about participating in this program, one of Governor Cuomo’s signature economic development and innovation programs for the state. As you know from newspaper accounts, CUNY has had a number of Start-Up programs underway at this time. The Central Administration is working with the presidents at each of the five lead campuses. He added that he has been in conversations over the last week with representatives from Medgar Evers College, York College, College of Staten Island, and City College on their prospective programs. This is a tremendous opportunity for CUNY, and for each of the five boroughs. It is a way to not only provide for economic development in New York, but to provide opportunities for students as interns, graduates for high-paying jobs, and all in all a great position for the campuses.

In response to a question from Trustee Valerie Beal, BCC Interim President Eduardo Marti stated that per the agreement there are approximately 12 students per year supported for internships, about four per semester and including the summer. The curriculum currently in place that is most aligned with this program is rather small. It has slowly gained traction with high school counselors. But it is difficult to sell the program without having a clear employment track in mind or incentive for students to engage in a program that will lead to an internship. The collaboration with OnForce Solar will allow this to happen. This affiliation will leverage Bronx Community College’s (BCC) ability to recruit students into the program and expand the non-credit offerings to also address the needs of those who may need modular short courses.

In response to another question from Trustee Beal, BCC Director of Government Relations David Levers stated that one of the things looked at with this partnership was to make it as robust as possible. OnForce Solar is a rapidly growing and expanding company offering real jobs. Students are going to have state-of-the-art training in the industry. The internship
numbers mentioned earlier were a minimum. The College is dedicated to making sure that the students who go through the internship program will be the best fit for the company. This will allow them to stay in the Bronx and make a decent wage, and the added benefit of not paying taxes on their salary.

BCC Interim Dean of Academic Affairs Luis Montenagro added that the overwhelmingly majority of BCC students come from areas in the Bronx, primarily areas around the number four train route.

In response to a question from Trustee Charles Shorter, Attorney Richard Naddeo noted that OnForce Solar is not required under regulations to provide CUNY or any sponsoring campus with compliance reports. However, the college, in terms of the obligations, will be on the ground monitoring that relationship and that affiliation so they will know whether or not they are getting the benefits or the support that the company agreed to.

In response to another question from Trustee Shorter, BCC Interim Dean of Academic Affairs Montenagro stated that the benefit is of having OnForce Solar develop a curriculum that addresses the particular needs of this industry. That way the students can align themselves best to end up getting those jobs. One of the things under consideration is that the students who are applying for internships must partake in the training, the curriculum that has been developed by that company and offered through their staff. Both sides will make sure that the students entering the internships qualify to work within that industry.

Chairperson Benno Schmidt stated that a provision should be included because CUNY wants to be able to have a good sense of the impact that these businesses are having on jobs as well as on the academic mission of the College. He asked Attorney Naddeo that this provision should be added to the supplemental agreement.

In response to a question from Trustee Beal, BCC Interim Dean of Academic Affairs Montenagro stated that the College faculty had clear common interests in making sure that the program is aligned with the needs of the industry, and that this is the right opportunity to do it.

Interim President Marti added that if the College is successful in having a strong partnership with the academic side of the house as it does with this non-credit, stackable credential process, it could be the beginning of other relationships by the College with the business community and the faculty.

In response to several questions from Trustee Frieda Foster, BCC Director of Government Relations Levers stated that the building, owner by OnForce Solar, is approximately 20,000 square feet and it was purchased for about $3 million and the rest is for the renovations that are going to go into it. The closing of the deal is imminent and construction will begin immediately after that, and it is anticipated to be completed by June 1st.

In response to a question from Chairperson Schmidt, Interim Vice Chancellor Judy Bergrauf explained that businesses apply for Start-Up NY positions through the state, and then they are interviewed and chosen by the University.

In response to a question from Trustee Joseph Lhota, Chairperson Schmidt stated that Chancellor Milliken and he decided that, given that this is the first time the Trustees are being asked to approve a Start-Up NY program, they would be provided with a useful general briefing.
Following discussion, this item was unanimously approved.

2. THE CITY UNIVERSITY OF NEW YORK - TRANSFER OF BROOKDALE PROPERTY TO CITY OF NEW YORK:

RESOLVED, That the Executive Committee of the Board of Trustees of The City University of New York (the “Executive Committee”) authorizes The City University of New York (“CUNY”) to cause the transfer (the “Transfer”) of the Brookdale Campus (identified as Block 962, part of Lot 100) (the “Brookdale Campus”) to the City of New York (the “City”); and be it further

RESOLVED, That the Executive Committee authorizes CUNY, in connection with the Transfer, to amend those certain master agreements dated as of July 15, 1986, May 25, 1994, August 16, 2000 and January 22, 2003 among the Dormitory Authority of the State of New York (“DASNY”), City University Construction Fund (“CUCF”) and CUNY (collectively and as amended, the “Master Lease”) to withdraw the Brookdale Campus from same, and to procure any necessary approvals for such amendment; and be it further

RESOLVED, That the Executive Committee authorizes CUNY, in connection with the Transfer, to notify and certify to the Commissioner of General Services of the State of New York (the “Commissioner”) and the Director of the Office of Management and Budget of the City of New York (the “Director”) that the Brookdale Campus has ceased to be used for senior college purposes; and be it further

RESOLVED, That the Executive Committee authorizes CUNY, in connection with the Transfer, to request that DASNY transfer the Brookdale Campus to New York State (the “State”) and the State transfer the Brookdale Campus to the City pursuant to a confirmatory deed; and be it further

RESOLVED, That the Executive Committee authorizes the execution by CUNY of all agreements, notices and certifications, and the taking of all actions, in connection with the Transfer, subject to their approval by the Office of General Counsel; and be it further

RESOLVED, That the Executive Committee authorizes CUNY to request that CUCF, the Commissioner, the Director, the City and/or the State to concur in the manner of Transfer; and be it further

RESOLVED, That the Executive Committee requests CUCF to authorize and execute any documents related to the Transfer, if necessary or desired by CUNY, including those in connection with the withdrawal of the Brookdale Campus from the Master Lease.

EXPLANATION: CUNY has entered into a public-private project (the “Project”) with Memorial Sloan-Kettering Cancer Center (“MSKCC”) to acquire that certain vacant land at 525 East 73rd Street (Manhattan Block 1485, Lots 15 and 115) (the “73rd Street Property”) from the New York City Economic Development Corporation (“NYCEDC”) and jointly develop the 73rd Street Property. The Project was approved by the Board on June 25, 2012 pursuant to Cal. No. 6.D. The Project provides that CUNY’s contribution to the acquisition of its portion of the 73rd Street Property will be the transfer of the Brookdale Campus to the City. This resolution authorizes and implements that transfer.
General Counsel and Senior Vice Chancellor Frederick Schaffer stated that the process of getting rid of property is a complicated one but the bottom line is that this property is going to the city and in return the city is giving to Memorial Sloan Kettering and CUNY the property at 73rd Street for this joint project.

In response to the question from Chairperson Schmidt, General Counsel and Senior Vice Chancellor Schaffer stated that since this resolution does not mention that the East 73rd Street property is going to be funded when construction starts, it will come back to the Committee on Facilities Planning and Management and then the Board for approval when the project is ready to be presented.

In response to a question from Trustee Shorter, General Counsel and Senior Vice Chancellor Schaffer stated that the city has given the University $1 million in capital appropriations for this project, including the cost of renovating. The School of Nursing at Hunter College will have to be temporarily relocated into a building at LaGuardia Community College. So part of the money goes to that build out. Once a new building is completed at 73rd Street, the build out will then be available for LaGuardia Community College to use. So it is an ongoing and permanent use.

In response to a question from Trustee Lhota, General Counsel and Senior Vice Chancellor Schaffer stated that one of the things that this is connected to is that the city needs to build a new sanitation garage. There had once been a sanitation garage on the 73rd Street site, which has not been there for many years. But the city was committed to creating a new sanitation garage within this particular sanitation district. So the RFP from the city, which Memorial Sloan Kettering and CUNY jointly bid on, was to require that the bidder or the proposer offer property for a sanitation garage. So at a minimum there is going to be a sanitation garage.

Following discussion, this item was unanimously approved.

Chancellor Milliken reported that the Governor, the Assembly and the Senate are working to ramp up the budget by the March 31 deadline. Some of the CUNY team is in Albany today, and he had been there earlier this week. The administration is working hard on a set of highest priorities with regard to the CUNY budget: the shortfall and mandatory costs like fringe benefits and step increases and building rentals; trying to get a robust maintenance of effort provision, which would include collective bargaining obligations for CUNY; to get it back to the pre-2009 level base funding for community colleges—as you know you approved a request of $250 per student for that; to increase the level of critical maintenance funding, which is in the introduced bills at less than the Board's request; and, to increase the maximum TAP Award, which is significantly below senior college tuition levels now. He added that CUNY has of course also advocated strongly for the adoption of the Dream Act and for some changes in what are substantive legislative matters related to university governance issues that were in the budget bill. The University will continue to work hard on this over the next few days to try to get those numbers in a position that will allow it to support CUNY and allow CUNY to support the State of New York.

In response to a question from Trustee Shorter, Chancellor Milliken stated that ASAP was in the assembly budget, not that of the senate. In the larger scheme of things that $1.7 million for ASAP is a junior partner in the funding of ASAP at the community colleges. CUNY, of course, requested that it be restored and remains hopeful that it will.
In response to a question from Trustee Beal, Vice Chancellor Matthew Sapienza stated that there has been a lot of public coverage of the Dream Act and announcements, in that it will not be taken up as part of the budget. The University is certainly hopeful that post-budget the Dream Act will be taken up and discussed and as the Chancellor said, CUNY certainly support that.

In response to comments from Trustees Beal and Lhota, General Counsel and Senior Vice Chancellor Schaffer noted that the Board has a policy pursuant to state law that provides in-state tuition for students who have graduated from New York City high schools under certain conditions regardless of their immigration status. So undocumented students, if they qualify, get the benefit of in-state tuition. They do not, however, receive TAP Awards.

Chancellor Milliken stated that in addition to the Dream Act, several other items may not be addressed in the budget resolution over the next few days. One of them recently relates to the rational tuition, which has been front and center from the State University of New York. Also, the resolution of the maintenance of effort issues that are connected to rational tuition. Those may be dealt with later. Finally, probably the largest issue that is very important to the University, which is the support for collective bargaining, will probably, not be done in the budget, which CUNY certainly advocated that it should be. However, it is very likely that it could be addressed later in the session in a pay bill separate from the budget.

The meeting was adjourned at 6:03 p.m.