MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF THE CITY UNIVERSITY OF NEW YORK

HELD

MAY 28, 2002

AT THE BOARD HEADQUARTERS BUILDING
535 EAST 80TH STREET – BOROUGH OF MANHATTAN

The Vice Chairperson called the meeting to order at 4:35 P.M.

There were present:

Benno C. Schmidt, Jr., Vice Chairman

Satish K. Babbar
John S. Bonnici
John J. Calandra
Wellington Z. Chen
Kenneth E. Cook
Joseph J. Lhota

Randy M. Mastro
John Morning
Kathleen M. Pesile
George J. Rios
Nilda Soto Ruiz
Jeffrey S. Wiesenfeld

Susan O’Malley, ex officio
Bernard Sohmer, ex officio

Secretary Genevieve Mullin
Frederick P. Schaffer, General Counsel and Vice Chancellor for Legal Affairs
Kisha Fuentes
Towanda Lewis
Anthony Vargas

Chancellor Matthew Goldstein
Executive Vice Chancellor Louise Mirrer
Senior Vice Chancellor Allan H. Dobrin
President Fred W. Beaufait
President Dolores Fernandez
President Ricardo Fernandez
President Frances Degen Horowitz
Interim President Russell K. Hotzler
President Edison O. Jackson
President Charles C. Kidd, Sr.
President Christoph M. Kimmich
President Gerald W. Lynch
President Eduardo J. Marti
President Byron N. McClenney

President Gail O. Mellow
President Antonio Perez
President Jennifer Raab
President Edward V. Regan
President Marlene Springer
President Carolyn G. Williams
President Gregory H. Williams
Dean Kristin Booth Glen
Dean Stanford A. Roman, Jr.
Vice Chancellor Sherry Brabham
Vice Chancellor Jay Hershenson
Vice Chancellor Otis O. Hill
Vice Chancellor Emma E. Macari
Vice Chancellor Brenda Richardson Malone

The absence of Trustees Alfred B. Curtis, Jr. and Richard J. Nunez-Lawrence was excused.
A. VIDEOTAPING OF BOARD MEETING: Vice Chairman Schmidt stated that as usual, CUNY TV is transmitting this afternoon’s meeting of the Board of Trustees live on cable Channel 75. CUNY TV is continuing to make available this community service that provides the public with an opportunity to observe the work of the Board and the University.

B. INTRODUCTION OF NEW TRUSTEE: Vice Chairman Schmidt announced that on behalf of all of my colleagues, it is my pleasure to introduce and to welcome our new Trustee, the Reverend John S. Bonnici, who was nominated by Governor George Pataki and confirmed by the New York State Senate on April 16, 2002. Reverend, we are delighted to have you with us, and we look forward to working with you for the good of the University.

Reverend Bonnici stated that a priest and a microphone is usually a dangerous combination. I simply want to express my gratitude certainly to the Governor for his nomination, and the Senate for a unique and memorable experience. I certainly look forward to working with all of you and learning as much as I can about The City University of New York, so thank you very much.

C. INTRODUCTION OF NEW FACULTY TRUSTEE: Vice Chairman Schmidt stated that he would like to now call on our dear friend and colleague of some years, Trustee Bernard Sohmer, who will introduce Dr. Susan O’Malley, our new faculty member of the Board of Trustees.

Trustee Sohmer stated that Dr. O’Malley is a Professor of English at Kingsborough Community College and a member of the faculty of The Graduate Center and she will be with you for at least the next two years gracing this body in all kinds of ways.

Trustee O’Malley stated that she just wanted to say hello and that I hope to follow well in Bernie’s footsteps. I am looking forward to working with all of you.

Vice Chairman Schmidt offered congratulations to Dr. O’Malley on her election as chairperson of the University Faculty Senate and congratulated Vice Chair Karen Kaplowitz, Secretary Lenore Beaky and Treasurer Martha J. Bell. All of the Trustees look forward to working with all of you for the continued good and progress of the University.

At this point, Trustee Jeffrey Wiesenfeld joined the meeting.

Trustee Sohmer stated that after four years, I want to express my thanks to the staff at 80th Street, many of whom have gone well out of their way to be kind and helpful in the various things that the Senate has attempted to do. And thanks to many of the Trustees who were witty enough to concur in the things that we asked, and hoping that the other Trustees who haven’t been witty enough to concur in what we have asked, are educable. Susan will certainly try to accomplish this. Thank you.

The calendar items were considered in the following order:

Upon motions duly made, seconded and carried, the following resolution was adopted: (Calendar No. 12)

NO. 12. RESOLUTION OF APPRECIATION – SHERRY F. BRABHAM:

WHEREAS, Sherry F. Brabham was named Vice Chancellor for Budget, Finance, and Administrative Computing at The City University of New York by the Board of Trustees in 1999; and

WHEREAS, In that capacity, Ms. Brabham has performed outstanding service as the University’s Chief Financial Officer of CUNY, overseeing its annual operating budget of $1.5 billion, managing its investment portfolio, and directing all its financial services, including budgeting, accounting, treasury, and contracting; and
WHEREAS, Ms. Brabham's exemplary tenure at CUNY represents a major portion of her more than twenty years of professional experience in budget and finance, including service as Vice President of Finance and Business at Queens College, as University Budget Director, as Executive Assistant to the Vice Chancellor for Budget, Finance and Information Services, and as Project Manager in the University Budget Office; and

WHEREAS, Ms. Brabham has accepted the position of Vice President and Chief of Staff to the President at New School University, be it therefore

RESOLVED, That the Board of Trustees of The City University of New York extends its warmest congratulations to Ms. Sherry F. Brabham on this new appointment, and expresses its heartfelt appreciation for her extraordinary dedication and outstanding performance of her duties as Vice Chancellor for Budget, Finance, and Administrative Computing at The City University of New York.

Vice Chancellor Brabham stated that I am not a priest, but I still like the microphone, at least on this occasion. I said to someone earlier, you can take the girl out of CUNY, but you can’t take CUNY out of her heart. This has been a wonderful place to work. I am proud of what we do here. I am proud and will hold very close to me the folks that I have gotten to know here in the administrative rank, from the faculty and the Board of Trustees and among the students. And I will still be in town so I hope to see you all. Thank you.

D. FACULTY HONORS: Vice Chairman Schmidt called on Trustee Calandra, who announced the following:

Dr. David Harvey, Distinguished Professor of Anthropology at The Graduate Center has been awarded the Royal Scottish Geographical Society Centenary Medal for “Outstanding Contribution to the Field of Geographical Inquiry and to Anthropology.”

Professor Ida Susser of the Ph.D program in Anthropology at The Graduate Center has received awards from the Society for the Anthropology of North America, the National Endowment for the Humanities, and the National Institutes of Health in recognition of both her work with AIDS in South Africa and her studies of urban issues and cultural diversity in the United States. Dr. Susser, who is also on the faculty at Hunter College, will share an award from the MacArthur Foundation with Peter Parisi, a Hunter College Film and Media Studies professor.

E. STUDENT HONORS: Vice Chairman Schmidt called on Trustee Nilda Soto Ruiz, who announced the following:

Jan Siwanowicz, a City College junior, has been named a 2001 William Lowell Putnam Mathematics Fellow. Mr. Siwanowicz, along with two students from Harvard, one from MIT and one from Duke, were named Putnam fellows for producing the highest individual scores in this prestigious international mathematical competition, administered by the Mathematics Association of America. Congratulations.

F. GRANTS: Vice Chairman Schmidt presented for inclusion in the record a list of grants of $100,000 or above received by the University subsequent to the April 29, 2002 Board meeting.

BROOKLYN COLLEGE

A. $239,900 NATIONAL SCIENCE FOUNDATION to Gavin, R., Biology, for “Function of an Unconventional Myosin Tetrahymena.”

B. $130,709 NATIONAL SCIENCE FOUNDATION to Perdikaris, S., Anthropology, for “Northern Science & Education Program.”

C. $125,000 CORPORATION FOR NATIONAL SERVICE to Romer, N., Psychology, for “Reach for Success: Learn & Serve Brooklyn.”
A. $475,000 NIH to Weiner, M., Chemistry, for “Research Support for Biomedical Careers at CCNY.”

B. $396,519 NIH to Weinbaum, S., Mechanical Engr., for “A National Urban Model for Minority Undergraduate Biomedical Education.”

C. $334,217 US DOT to Paaswell, R., Transportation Institute, for “University Transportation Research Center – Administration.”


E. $298,993 US DOT and NJ DOT Paaswell, R. and Parker, N., Transportation Institute, for “Pavement Markings: Evaluation of the Performance of Retroreflectors in Snow.”


G. $275,000 NSF to Watkins, C., Admin., for “Computer Science, Engineering and Mathematics Scholarship Program.”

H. $271,250 NIH to Schulz, H., Chemistry, for “Metabolism of Unsaturated and Hydroxy Fatty Acid.”

I. $240,750 NYS ED. DEPT. to Slater, M., Med. School, for “STEP: Gateway to Higher Education.”

J. $200,000 NYS ED. DEPT. to Rogers, W., Admin., for “Extended School Day/Violence Prevention.”

K. $199,197 NASA to Parker, N., Transportation Institute, for “Institute on Climate and Planets.”

L. $198,628 NIH to Alfano, R., IUSL, for “NIR Tunable Laser Tissue Welding.”

M. $191,790 NYC BD. OF ED. to Posamentier, A., Education, for “Mathematics Project.”

N. $190,503 NIH to Friedman, E., Physics, for “Signal Transduction in Bipolar Illness.”

O. $171,956 NYS ED. DEPT. to Rogers, W., Med. School, for “Liberty Partnership Program.”

P. $166,500 ROCKLAND TEACH CTR. to Posamentier, A., Education, for “Mathematics & Science Certificates Program.”

Q. $166,500 NYS ED. DEPT. to Dyasi, H., Education, for “DDE: Science Education Consortium for New York City Schools.”

R. $149,281 US DEPT. OF ED. to Weiner, M. and Goldstein, E., Chemistry, for “Science and Mathematics Teachers for the New Millennium: An Online Virtual Classroom for Tomorrow’s Urban Teachers.”

S. $139,179 U CALIFORNIA – DAVIS to Weinbaum, S., Mechanical Engr., for “A New Approach to Endothelial Clef Structure.”

T. $135,000 COLUMBIA UNIVERSITY to Akins, D., Chemistry, for “Columbia Center for Electronic Transport in Molecular Nanostructures.”

U. $128,520 NIH to Tchernichovski, O., Biology, for “Behavioral Mechanisms of Vocal Imitation.”

V. $127,000 ONR to Gertner, I., Computer Science, for “Moving Object Detection, Identification and Tracking.”

W. $120,000 NSF to Cummins, H., Physics, for “Experimental Studies of the Liquid-Glass Transition.”

X. $110,000 USDA to Gunner, M., Physics, for “Quinone Dependent Electron and Proton Transfers in Bacterial Reactions Centers.”

Y. $110,000 NSF to Tasayco, M., Chemistry, for “Learning about Protein Unfolded States from Heterodimeric Fragment Complementation.”
THE GRADUATE SCHOOL AND UNIVERSITY CENTER


B. $286,000 MELLON, ANDREW W. FOUNDATION to Nasaw, D., for “Support for the Center for the Humanities.”

C. $198,768 ROCKEFELLER FOUNDATION to Fine, M., for “The Achievement Gap: Youth Speaks across Class, Race, and Ethnicity.”

D. $100,000 AT&T FOUNDATION to Brier, S., for “Streaming Culture.”

E. $100,000 HEWLETT, WILLIAM AND FLORA FOUNDATION to Font, M., for “Micro-Entrepreneurship and Poverty-Reduction in Brazil: Toward a New Approach to Social Development.”

JOHN JAY COLLEGE

A. $500,000 GOVERNMENT EXECUTIVE OFFICE to Devine, W., Department of Professional Development and Training, for “New York City Police Studies Certificate Program.”

KINGSBOROUGH COMMUNITY COLLEGE

A. $300,000 N.Y. STATE DEPARTMENT OF EDUCATION to Katz, S. W., for “ESL/Civics Education.”

B. $200,000 GREENTREE FOUNDATION to Pero, L., for “Afterschool Tutorial Program.”

C. $123,593 N.Y. STATE DEPARTMENT OF HEALTH to Katz, S. W., Computer Literacy for Middle Management, for “Health Workforce Retraining Initiative.”

LAGUARDIA COMMUNITY COLLEGE

A. $600,000 US DEPARTMENT OF EDUCATION to Arcario, P., Academic Division, for “The LaGuardia Technology Based Teacher Training Initiatives.”

B. $377,296 NYC HUMAN RESOURCES ADMINISTRATION to Watson, S., Adult and Continuing Education Division, for “The Professional Training Academy.”

C. $322,510 BILL AND MELINDA GATES FOUNDATION (YEAR 1) to Cunningham, C., Academic Affairs Division, for “Middle College High School Consortium Early College Program.”

D. $175,000 NYS DEPARTMENT OF EDUCATION to Cyril, J., Adult and Continuing Education Division, for “The Workforce Investment Act.”

NEW YORK CITY TECHNICAL COLLEGE


B. $473,000 NATIONAL SCIENCE FOUNDATION to Soiffer, S., for “Computer Science, Engineering and Mathematics Scholarship (CSEMS) Program.”

C. $267,400 US DEPARTMENT OF EDUCATION to LaPerla, J., for “Developing Hispanic-Serving Institutions Program, Electronic Portfolios Project.”

QUEENS COLLEGE

A. $288,252 NIH/NATIONAL LIBRARY OF MEDICINE to Friedman, C., Computer Science Department, for
“Unlocking Data from Medical Records with Text Processing.”

B. $146,479 DEPARTMENT OF DEFENSE/DEFENSE ADVANCED RESEARCH PROJECTS AGENCY (DARPA) to Kwok, K., Computer Science Department, for “Translingual Access of Chinese Text using English.”

THE COLLEGE OF STATEN ISLAND

A. $189,223 NYSED to Kijne, H., for “Workforce Investment Act.”

YORK COLLEGE

A. $324,973 NATIONAL INSTITUTES OF HEALTH to Divale, W. T., Social Sciences, for “MARC Program at York College.”

G. ORAL REPORT OF THE CHANCELLOR: Chancellor Goldstein reported the following:

1. I, too, wish to welcome our new Trustee, Reverend John Bonnici. It is good to get to know you and the administration looks forward to working with you, and to Dr. Susan O’Malley, we look forward to working with you as we advance the goals of the University Faculty Senate.

On a very personal level, with Bernie Sohmer, I have always thought of him as the Doyen of the University Faculty Senate. He is a man with a long history in this University and someone who I have gotten to know better than I did years ago through the world of mathematics. He is certainly, in my mind, the impresario of the great spirited debate that I participate in monthly at the University Faculty Senate Plenary and will miss his active voice and his quick mind. And, again, on a very personal note, I will miss our private discussions on things mathematical and Bernie we’ll just have to find a different venue to keep that going on.

2. I sent all of the Trustees a preliminary analysis on the State budget that was adopted. We were delighted to see that the Legislature turned around the entire TAP program restoration, that we were able to secure a base aid increase of $50 per FTE student at our community colleges, and a small, but welcome subvention of support for full time faculty a little over $1 million.

There will be a significant amount of money in economic development that has not been lined out as yet, as we understand, but this University has shown a capacity in a peer review setting to do remarkably well. I just remind all of you of the $15 million grant that we received last year from NYSTAR for the Structural Biology Center, which was the largest single grant in the history of this University. Much of that was a result of Executive Vice Chancellor Louise Mirrer working with scientists at the Structural Biology Center, so I believe that we will have an opportunity to partake in the troth of dollars that will be allocated in economic development.

3. I do have some deep concern about next fiscal year, both at the City and State levels. I think we are in for a very rocky road and we are going to watch this very carefully. One of the things that we are considering right now is whether a recommendation should be made to the Trustees about our participation in the early retirement initiative, understanding full well that decisions we make now will influence and limit degrees of freedom next year as we attempt to navigate what probably will be very, very turbulent waters. We are still analyzing that legislation. I have had several conversations with Bob King at SUNY and we will come with a recommendation certainly before the Board meeting in June.

4. On the City side, the City is closing in on an approved budget. We are working tirelessly now with the City Council to get restorations specifically on the Vallone Scholarship Program, which is a program that provides tuition support for students who maintain a B average. We are also looking to get restoration of about $3.8 million on the community college side that was taken out of the executive budget. I testified at the City Council Higher Education and Finance Committees on the budget on May 14th and there will be a City Council Higher Education meeting coming up at the end of this week on the undocumented student legislation that we see working its way through Albany.
5. Briefly on Governor’s Island, we understand that there is a report that has been completed and has been submitted to Glenn C. Rotondo, the Deputy Regional Administrator of the General Services Administration. All efforts, of course, at this point are to get favorable consideration so that that Island is transferred to the City and the State. We participated in a very significant way and when you look at the document that has been submitted, City University is mentioned in very significant ways as an anchor tenant and picking up various programmatic ideas. That, of course, is in a very preliminary way but it is in that document and we wait to see how the GSA responds. We expect to get information some time in October and then we will proceed accordingly. Certainly even before that we will be bringing together our own steering committee in the development of an academic plan for that important and exciting project. There will be a Governor’s Island Flotilla this Sunday, June 2. The City University has a boat, I am told, that someone was able to secure for that day and there will be a press conference on the Island where we will participate.

6. I am pleased to say that the name change of New York City Technical College to the New York City College of Technology has won Senate and Assembly support. We are waiting for the Governor to sign that important piece of legislation. I know President Beaufait is waiting anxiously for that day, but we expect we are going to see that happen very soon.

At this point, Trustee Jeffrey Wiesenfeld left the meeting.

At this point, Trustee Kathleen Pesile joined the meeting.

7. We had a very successful CUNY fair in Washington Heights on May 18th, with Assemblyman Adriano Espaillat and City Councilman Miguel Martinez. It was very well attended and the messages to the community through our various campuses were heard loud and clear and these fairs are very important because it is really bringing the University to communities, rather than asking communities necessarily to come to our campuses. I think it is well received and people appreciate that we are taking the time and the effort to coordinate this important event.

8. I haven’t provided data on the CUNY proficiency tests which are new tests that were approved by this Board about three years ago. The testing has been going along splendidly. I just received information from Executive Vice Chancellor Mirrer, who has been coordinating this effort among a large group of faculty and I must say to all of the Trustees that the students are doing very well, nearly 90% of the senior college students are passing the exam, nearly 80% of the community college students are passing the exam and they will have a couple of bites at the apple. So what we are doing is giving certain new layers of accountability. We are just delighted by how well the faculty, in particular, have embraced these challenges in working with our students and our students are doing quite well.

9. There is a flyer that all of you have in your packets about the CUNY 9/11 Memorial Website Competition. This is being coordinated by Executive Vice Chancellor Louise Mirrer. We are publicizing the contest and are in the process of assembling a very prominent group of judges, of people that are in the artistic world, people who are experienced as web designers, and people who have demonstrated a capacity to do this and do this well. This is a result of an effort that was given to us as a challenge by Vice Chairman Benno Schmidt and we are delighted about how we have been able to come up with this and we will be announcing the winner of this competition when a winner is determined.

At this point, Trustee Jeffrey Wiesenfeld rejoined the meeting.

10. I note with sadness the passing of Antonia Pantoja, who all of you may know as the founding member of ASPIRA. She is a distinguished graduate of Hunter College and a woman very much responsible for bringing bilingual education to New York City, a tireless advocate for the community that she represented. There will be, I am told, a memorial service for her that is sponsored by Centro at Hunter College. We look forward to that on June 7th, between 6 and 8 P.M. The reception will be at the faculty dining room.

At this point, Trustee Kenneth Cook joined the meeting.
11. This Board has been told that at our last Council of Presidents’ retreat we spent a considerable amount of time talking about security. Certainly this was spurred on by the events of September 11, but prior to that we had initiated a very comprehensive study of our security efforts on our campuses to insure that best practices are in place and that we are able to respond the best way that a University can respond.

In addition to that very good work, and we now have reports from the consultants that we hired, at my direction our Chief Operating Officer, Allan Dobrin, has taken the reigns of this effort along with Bill Barry, our Director of Security, and we are just editing the recommendations now that will be shared with the Board for all of you to review and to comment. But beyond that, with the events that we are seeing around the world, and flare-ups of security issues on our campuses, we are going a lot further then we anticipated needing to go a year and a half ago when we first started this. With your indulgence I have asked Allan Dobrin just briefly to talk with you as an extension of my report to the Board tonight on where we are going with this effort and he will be joined by Bill Barry as needed.

Senior Vice Chancellor Dobrin stated that I want to talk for just a minute on how we get our intelligence, a little on prevention and planning, and then most importantly communication, which is really the area we had the most trouble with on 9/11.

In terms of intelligence, we are very fortunate to have Bill Barry, who has spent thirty years with the FBI. Because he has those contacts, every single week he has a meeting with the FBI, we get a private briefing on what the security issues are facing New York City. In addition, we have regular meetings with the NYPD, the Governor’s Office of Security and also with the Office of Emergency Management. We also review regular alerts from the National Crime Bureau and, just as importantly, we get regular briefings from the head of security from each one of the campuses, and not only do we see what is coming from above, but we also get information from below.

In terms of prevention and planning, the first most important thing we do is training. We have already done mailroom handling training for our employees so they know what to look for in terms of suspicious packages, i.e., anthrax, and we have also provided them with gloves and masks to make sure that they are safe, no matter what comes up. In addition, our security personnel will be given training this summer in anti-terrorist activities and we have just recently hired the head of training for the FBI for the New York Region to be our head trainer, so we are going to get lots of good training as we go through the next couple of years in this area. In addition, as the Chancellor said, we had the Bratton Group come in, and this is an effort we started before 9/11, and they have done security reviews of every single campus now. We have a draft which we will be sharing with you shortly and we have had a couple of in-depth reviews done by the Kroll Associates, where they have actually gone on campuses and went, as we did in Hunter, classroom by classroom and found every single place where we are vulnerable.

We have also put together for the first time at this University an emergency preparedness manual that was done by Kroll Associates with us. These manuals are now being printed and we will be giving them out to each one of the campuses. There will be a manual for every single building in CUNY, for every single campus. We will have building inventories in terms of what chemicals are in a building, what kinds of things that can cause security concerns, and how to respond. There will be a communication plan for every single building of this University. We are going to hold regular drills with critiques done by Bill Barry’s staff on those drills and there will be back-up plans with relocation for every single building in CUNY.

Again, the thing we had the most problem with was communication, so we built a plan now with as much redundancy as you can reasonably expect for any organization, let alone the University. First we will have land lines which will handle voice and data. We will have phone, fax, and email, and there will be redundancy for each one of those pieces. We are starting a project now for what is called voiceover IP, which will give us another set of redundancies. In addition, we have cell phones and we have three forms of redundancy there, where we are using AT&T, Nextel and Verizon, and also for key staff now we are going to start using Nextel radios, so should we lose the cell phone, we will have the radio function. We have also given key staff Blackberries, so we have wireless remote. And the City Office of Information Technology was kind enough to give us $100,000 worth of free radios. So, we are going to have 30 of these radios and we got our own channel for these, which will be hooked up between all the CUNY campuses with a separate channel to OEM and we are negotiating now for a separate channel to the Police Department. So, between all of that, I couldn’t imagine having more redundancies than we have. That’s where we are at this moment.
Vice Chairman Schmidt stated that I am sure that this suggestion is redundant, but I think that every president should make it a matter of high priority on his or her campus to review the emergency response and recovery manual with great care and virtually commit it to memory so that if something happens you can work with Mr. Barry and his colleagues on a real time basis. There is no substitute. It has to be led at the campus level by the presidents and with each of your local security forces. And it is a good thing to spend a lot of time with, before you have a need to implement it.

Upon motions duly made, seconded and carried, the following resolutions were adopted: (Calendar Nos. 1 through 11)

NO. 1. UNIVERSITY REPORT: RESOLVED, That the University Report for May 28, 2002 (including Addendum Items) be approved:

(a) ADDENDUM: Add the following:

D.22 BOROUGH OF MANHATTAN COMMUNITY COLLEGE – APPOINTMENT OF HEO SERIES PERSONNEL WITH NO PRIOR SERVICE (AFFIRMATIVE ACTION REPORT ON FILE EXCEPT ACTING AND SUBSTITUTE APPOINTMENTS) (SW INDICATES WAIVER OF SEARCH) AND EARLY PAYMENT OF NEW STEPS

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NO. 2. CHANCELLOR’S REPORT: RESOLVED, That the Chancellor’s Report for May 28, 2002 (including Addendum Items) be approved:

NO. 3. APPROVAL OF MINUTES: RESOLVED, That the minutes of the regular Board meetings and Executive Session of April 29, 2002 be approved.

NO. 4. BOARD MEETING DATES FOR THE 2002-2003 ACADEMIC YEAR: RESOLVED, That the following schedule of meeting dates be approved for the academic year 2002-2003:

- Monday, September 23, 2002
- Monday, October 21, 2002
- Monday, November 18, 2002
- Monday, January 27, 2003
- Monday, February 24, 2003
- Monday, March 24, 2003
- Tuesday, May 27, 2003
- Monday, June 23, 2003

NO. 5. COMMITTEE ON FISCAL AFFAIRS: RESOLVED, That the following items be approved:

A. THE CITY COLLEGE – NETWORK INFRASTRUCTURE INITIATIVE (NII) - PHASE II:

RESOLVED, That the Board of Trustees of The City University of New York authorize The City College to issue purchase orders to International Business Machines Inc., for the purchase of network electronics and network integration services against existing State of New York Contract No. PT59009 for the term of that contract, which expires January 17, 2007 pursuant to law and University regulations; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize The City College to issue purchase orders to ARC Networks for the purchase of cable, fiber optics, and installation of signal and fiber optic
RESOLVED, That the total of such purchases shall not exceed an estimated cost of $2,000,000 chargeable to Capital Project No. 144990.

EXPLANATION: On January 29, 2001, Cal. No. 4.C., the Board of Trustees approved the first phase of the College’s multi-year information technology plan to upgrade its network infrastructure in the North Academic Center and the Marshak Science Building. This second phase involves an electronics upgrade and extension of the campus network infrastructure to connect student laboratories and faculty and staff offices. The wiring will facilitate electronic communication and access to the Internet.

B. HUNTER COLLEGE – NETWORK INFRASTRUCTURE INITIATIVE (NII) – PHASE IV:

RESOLVED, That the Board of Trustees of The City University of New York authorize Hunter College to issue purchase order to ShoreGroup Incorporated for network devices and installation against existing State of New York Contract Nos. PT59009 and PS59010 for the term of those contracts, which expires January 17, 2007 pursuant to law and University regulations. Such purchase shall not exceed $1,500,000 chargeable to Capital Project No. 144900.

EXPLANATION: On February 22, 1999, Cal. No. 4.D., April 24, 2000, Cal. No. 4.A., and January 29, 2001, Cal. No. 4.A., the Board of Trustees approved the first three phases of Hunter College’s multi-year information technology plan to upgrade its network infrastructure for faculty, staff and students. This fourth phase involves electronics upgrades to allow access from department offices and classrooms in the East and West Buildings of the 68th street campus to the infrastructure completed in the first three phases and also implements enhancements to the network management systems.

C. QUEENS COLLEGE – NETWORK INFRASTRUCTURE INITIATIVE (NII) – PHASE III:

RESOLVED, That the Board of Trustees of The City University of New York authorize Queens College to issue purchase orders to International Business Machines for network electronics against existing State of New York Contract Nos. PT59009 and PT59010, for the term of those contracts, which expires January 17, 2007, pursuant to law and University regulations; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize Queens College to issue purchase orders to Anixter, Inc., for cable and connectors against existing State of New York Contract No. PT00617, for the term of that contract, which expires June 30, 2002, pursuant to law and University regulations; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize Queens College to issue purchase orders to Anixter, Inc., for cable associated hardware against existing State of New York Contract No. PT57878, for the term of that contract, which expires June 30, 2002, pursuant to law and University regulations; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize Queens College to issue purchase orders to ARC Networks for the installation of signal wiring, cabling, and fiber optic cabling against existing State of New York Contract No. PT00336, for the term of that contract, which expires June 30, 2002, pursuant to law and University regulations; and be it further

RESOLVED, That the total of all such purchases shall not exceed a cost of $800,000 chargeable to Capital Project 144900.

EXPLANATION: On February 22, 1999, Cal. No. 4.D., the Board of Trustees approved the first phase of Queens College’s multi-year information technology plan to upgrade its network infrastructure for faculty, staff, and students. On June 25, 2001, Cal. No. 4.A., the Board approved the second phase of network upgrades at Queens College.
Phase III includes electronics upgrades to improve student laboratories, faculty offices, and administrative offices with faster electronic communication and access to the Internet.

D. THE CITY UNIVERSITY SCHOOL OF LAW AT QUEENS COLLEGE – NETWORK INFRASTRUCTURE INITIATIVE (NII) – PHASE II:

RESOLVED, That the Board of Trustees of The City University of New York authorize The City University School of Law to issue purchase orders to Apple Computer, Inc. for wireless hardware and installation services against existing State of New York Contract No. PT55529, for the term of that contract, which expires on November 21, 2002, pursuant to law and University regulations; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize The City University School of Law to issue purchase orders to Expanets of North America LLC for network hardware and installation services against existing State of New York Contract No. PT59009, for the term of that contract, which expires on January 17, 2007, pursuant to law and University regulations; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize The City University School of Law to issue purchase orders to Expanets of North America LLC for network maintenance services against existing State of New York Contract No. PS59010 for the term of the contract, which expires on January 17, 2010, pursuant to law and University regulations; and be it further

RESOLVED, That the total of all such purchases shall not exceed an estimated cost of $680,000.00 chargeable to Capital Project No. 144900.

EXPLANATION: On September 24, 2001, Cal. No. 4.C., the Board of Trustees approved Phase I of the Law School's multi-year information technology plan to upgrade its network infrastructure. Phase II funding includes support for new network switches and enhanced network management and security. This phase involves installation of wireless network access points in and around the law school building. This will allow faculty and students to access network services using portable computing devices.

NO. 6. COMMITTEE ON ACADEMIC POLICY, PROGRAM, AND RESEARCH: RESOLVED, That the following items be approved:

A. QUEENSBOROUGH COMMUNITY COLLEGE – A.A.S. IN MASSAGE THERAPY:

RESOLVED, That the program in Massage Therapy leading to the Associate in Applied Science degree to be offered at Queensborough Community College be approved, effective September 1, 2002, subject to financial ability.

EXPLANATION: The purpose of the proposed program is to provide students with the knowledge and skills necessary to qualify for taking the New York State licensure exam and become licensed massage therapists. The proposed program is based upon a strong liberal arts and science core curriculum at Queensborough, which currently offers programs in a number of health-related fields.

Massage therapy is one of the oldest known therapeutic treatments and has gained increased acceptance and respect as a licensed therapeutic modality. Today, there is a growing effort to integrate alternative practices into mainstream medicine. Job opportunities exist in a variety of health-care facilities, medical offices, health and wellness clinics, and health clubs, as well as in private practice.
B. THE CITY COLLEGE – CENTER FOR INFORMATION NETWORKING AND TELECOMMUNICATION (CINT):

RESOLVED, That the Center for Information Networking and Telecommunication (CINT) be established at The City College in accordance with the Policy Guidelines for Research Centers, Institutes, Consortia, and Special Initiatives set forth by the Board of Trustees in February 1995.

EXPLANATION: The purpose of the proposed Center is to facilitate cross disciplinary research that stresses the theoretical, analytical, and experimental aspects of telecommunications and information networking, consisting of high speed multimedia networking, next generation INTERNET protocols, mobile communications, photonics engineering, optical communications and information distribution. Key areas of research include quality of service requirements, mobility and wireless networking, optical communications and optical switching, video and image communications, and networking protocols. In addition, considerable emphasis will be placed upon the economics, pricing, and business aspects of telecommunications and information services, as well as network security.

The proposed center is an outgrowth of a long-standing research relationship between a number of electrical engineering and computer science faculty members known as the Telecommunication and Information Networking Group (TING). The TING group has been largely self-supporting through successful grant funding for the past five years and was recently awarded a multi-year grant for approximately three million dollars from the U.S. Army Research Lab (ARL). Thus the TING group has already produced outstanding outside funded research on many aspects of wired and wireless communications and information networking. In addition, the TING group is responsible for successfully mentoring a considerable number of Graduate Center Ph.D. and City College Master’s students. The group has made outstanding contributions to the literature of their specialty.

C. KINGSBOROUGH COMMUNITY COLLEGE – SPECIAL INITIATIVE: INSTITUTE FOR VIRTUAL ENTERPRISE:

RESOLVED, That the Institute for Virtual Enterprise be established as a Special Initiative at Kingsborough Community College in accordance with the Policy Guidelines for Research Centers, Institutes, Consortia, and Special Initiatives set forth by the Board of Trustees in February 1995.

EXPLANATION: Virtual Enterprise is an interdisciplinary, technology driven, business simulation program in which students create, develop and operate enterprises that trade products and services in a web-driven global network of more than 3,000 firms in thirty countries. Kingsborough Community College has for the past five years served as a model for Virtual Enterprise program development and replication in the United States. The College is now proposing that these efforts be constituted and approved as a Special Initiative known as the Institute for Virtual Enterprise (IVE).

The mission of the Institute for Virtual Enterprise will be to promote activities and staff development that will facilitate the development of tomorrow’s career professionals. IVE will facilitate the development of Virtual Enterprise curricula at other CUNY campuses and thereby make the Virtual Enterprise experience available to all CUNY students. IVE will also develop recruitment and retention strategies to attract traditional and non-traditional students to CUNY. In addition, IVE will provide a working model to support Welfare-to-Work activities throughout New York City.

D. THE COLLEGE OF STATEN ISLAND – ESTABLISHMENT OF A DEPARTMENT OF PSYCHOLOGY:

RESOLVED, That a Department of Psychology be established at The College of Staten Island, effective September 1, 2002.

EXPLANATION: Pursuant to a thorough review and with the agreement of faculty involved, The College of Staten Island proposes to establish a Department of Psychology. The purpose of this action is to provide the necessary organizational structure that will promote faculty collaboration to enhance instruction in the expanding psychology offerings at the College.
Recent faculty appointments in Psychology have resulted in the broadening of the expertise of the faculty to include both clinical and research specializations. The Psychology program, which underwent a self-study evaluation in 1999-2000, has developed an independent identity manifested in, for example, its participation in a new master's degree in Neuroscience, Mental Retardation, and Developmental Disabilities, in partnership with the Department of Biology. The College believes that it is now in the best interest of several disciplines to establish a separate Department of Psychology.

This action follows consultation with the affected faculty and with the College Council and is strongly endorsed by the College Administration.

A separate resolution has been submitted to the Board of Trustees via the University Report Addendum regarding the transfer and appointment of personnel. Contingent upon the approval of the Board of Trustees, designated faculty members (12) will be transferred from the Department of Psychology, Sociology, Anthropology, and Social Work and appointed to the new Department of Psychology, effective September 1, 2002. In addition, two new untenured faculty members will be appointed to the new Department of Psychology, effective September 1, 2002.

E. LAGUARDIA COMMUNITY COLLEGE – ESTABLISHMENT OF THE DEPARTMENT OF COOPERATIVE EDUCATION:

RESOLVED, That a Department of Cooperative Education be established at LaGuardia Community College, effective July 1, 2002.

EXPLANATION: Pursuant to the College’s strategic plan and the recommendations of a 17-member Task Force comprising faculty and staff representing all Divisions of the College and following a year-long process of discussion and review, which included a College-wide planning process last spring and a College-wide summit on the future of cooperative education, LaGuardia Community College proposes to establish a Department of Cooperative Education. The Department is intended to strengthen the discipline of cooperative education at the College and integrate the applied learning of cooperative education internships more fully into students’ academic progress at the College. Establishment of the new department will provide the necessary organizational structure, currently not in place, with respect to the following areas: making cooperative education a stronger partner with the College as a whole, allowing the College to better use what is learned through cooperative education to improve technology, pedagogy and programs, and building stronger relationships with co-op employers and other employers in the community. LaGuardia Community College was founded as the first co-op community college in the system and the nation. Cooperative education and its emphasis on having students demonstrate that they are able to apply and do what they are taught in classroom theory, is central to the College’s distinctive mission.

A separate resolution regarding the transfer of personnel has been submitted to the Board of Trustees via the University Report Addendum, and contingent upon the approval of the Board, designated faculty members (24) from the Division of Cooperative Education will be transferred to the new Department of Cooperative Education effective July 1, 2002.

NO. 7. COMMITTEE ON FACULTY, STAFF, AND ADMINISTRATION: RESOLVED, That the following items be approved:

A. BERNARD M. BARUCH COLLEGE – ESTABLISHMENT OF THE BLOOMBERG L.P. ENDOWED CHAIR IN BUSINESS JOURNALISM:

RESOLVED, That the Board of Trustees of The City University of New York authorize the establishment of The Bloomberg L.P. Endowed Chair in Business Journalism in the Weissman School of Arts & Sciences at Bernard M. Baruch College.

EXPLANATION: Bloomberg L.P., has promised a generous donation of $1.5 million to endow a chair in business journalism at Bernard M. Baruch College. The endowment will be used to attract a nationally known journalist to the faculty of the Master's Program in Business Journalism in the Weissman School of Arts & Sciences at Baruch
Board of Trustees Minutes of Proceedings, May 28, 2002

College. Among the principle responsibilities of the Bloomberg Professor will be to work with Baruch colleagues and leading business journalists to shape the role and responsibilities of business journalism in the 21st century, and to teach graduate and undergraduate classes in the journalism program at Baruch.

$1 million of the promised gift has already been received, and the remaining $500,000 is expected in a final annual installment.

B. THE COLLEGE OF STATEN ISLAND – AMENDMENTS TO THE GOVERNANCE PLAN:

RESOLVED, That the Board of Trustees of The City University of New York approve the proposed amendments to the Governance Plan of The College of Staten Island.

EXPLANATION: The proposed amendments to the Governance Plan of The College of Staten Island have been approved by the instructional staff in a referendum by a vote of 132 to 15, and are recommended by the College President. The proposed amendments to the Governance Plan represent a comprehensive revision of the instructional staff articles of the Governance Plan.

The powers of the College Council are reconfigured to focus on the broader college community such as holding town meetings, larger educational and policy issues affecting the College and University, institutional planning and governance revision. The membership of the new College Council will be approximately the same, but somewhat smaller than the current one, with nine administrators, 46 faculty members, two adjuncts, eight student representatives, seven members from the Higher Education Officer Series (HEO), and two members from the College Laboratory Technician Series, for a total of 74 members. A Faculty Senate is established which will have the traditional responsibilities of the faculty currently held by the College Council. The Faculty Senate will be responsible for making recommendations on the principal academic decisions including admissions criteria, academic programs, degree requirements, and graduation requirements. A new Higher Education Officer Steering Committee is established with seven HEO employees to serve as a vehicle for bringing HEO concerns to the President and the College Council.

On the College-wide Personnel and Budget Committee, the President is changed from a voting to a non-voting member. The voting membership will now be comprised of the chairs of the 18 academic departments, including Student Services and the Library. The President continues to serve as Chairperson of the Committee, and in her absence the Chief Academic Officer serves as Chairperson. The Institutional Planning Committee is changed from a free-standing committee to a committee of the College Council, which will review and assess the mission and goals of the College and recommend changes in academic offerings and educational programs, and the Governance Committee is changed from a free-standing committee to a committee of the College Council and renamed the By-Law Committee, with the continued charge of making periodic reviews of the Governance Plan.

NOTE: See Appendix C

NO. 8. COMMITTEE ON FACILITIES, PLANNING, AND MANAGEMENT: RESOLVED, That the following items be approved:

A. BROOKLYN COLLEGE – RENOVATION OF RADIO STATION AND TELEVISION STUDIOS:

RESOLVED, That the Board of Trustees of The City University of New York authorize the Secretary of the Board to execute a construction contract on behalf of Brooklyn College to renovate existing space to provide a new Brooklyn College student radio station and upgrade the existing television studios. The contract shall be awarded to the lowest responsive and responsible bidder after public advertisement and sealed bidding pursuant to law and University regulations. The contract cost of $415,000 shall be chargeable to the City Capital Budget, Project No. BY055-099 in the amount of $180,000 for the radio station and Project No. BY074-099 in the amount of $235,000 for the television studios. The contract shall be subject to approval as to form by the University Office of General Counsel.
EXPLANATION: Brooklyn College will renovate an existing underutilized general classroom on the third floor of Whitehead Hall to build a new radio station, and renovate the existing television studios in the basement of Whitehead Hall to create a television post production laboratory classroom.

The Board approved the selection of the design firm of Fox & Fowle Architects by resolution dated September 25, 2000, Cal. No. 6.C.

B. YORK COLLEGE – CHILD CARE CENTER:

RESOLVED, That the Board of Trustees of The City University of New York accept the design of the York College Child Care Center, as prepared by Buttrick White Burtis by resolution dated June 28, 1999, Cal. No. 7.A.; and be it further

RESOLVED, That the City University Construction Fund is requested to authorize the Dormitory Authority of the State of New York to complete the contract documents, to bid and award contracts and to supervise the construction of this project.

EXPLANATION: York College will construct a new building of 10,000 gross square feet to house a childcare center. The project is located on the York campus on the former site of St. Monica’s Church, an historic structure declared a New York City landmark in 1979. The façade was saved when the church collapsed in 1998; and this project restores this historic fragment as the Child Care Center façade. It is anticipated that the center will serve 100 children at a time.

C. LAGUARDIA COMMUNITY COLLEGE – CENTER 3 RENOVATION:

RESOLVED, That the Board of Trustees of The City University of New York approve the selection of the firm of Einhorn Yaffee Prescott PC to provide professional services as required for the design of Center 3 Renovation at LaGuardia Community College; and be it further

RESOLVED, That the City University Construction Fund is requested to authorize the Dormitory Authority of the State of New York to enter into a contract with the selected consultant for such services.

EXPLANATION: This action amends the resolution dated September 24, 2001, Cal. No. 7.A., which authorized the Secretary of the Board to execute a contract with this architect. The project has received additional funding from the Dormitory Authority of the State of New York and will now be performed through the Dormitory Authority.

Einhorn Yaffee Prescott PC will evaluate the existing conditions of the LaGuardia Community College Center 3 building, update the 1996 Master Plan and prepare conceptual design alternatives for renovating the entire facility. The architect will also design the first phase of the renovation to include new classrooms and new offices for Admissions, the Registrar, Bursar and Financial Aid. The building contains 885,000 gross square feet and has nine stories and a basement. The College currently occupies the basement, the first three floors, and a portion of the seventh floor.

NO. 9. COMMITTEE ON STUDENT AFFAIRS AND SPECIAL PROGRAMS: RESOLVED, That the following item be approved:

A. THE COLLEGE OF STATEN ISLAND – COLLEGE AUXILIARY ENTERPRISE BOARD BYLAW AMENDMENTS:

RESOLVED, That the Board of Trustees of The City University of New York approve the following amendment to Article III, Section 3, subsection 2 of the Bylaws of The College of Staten Island Auxiliary Services Corporation, Inc.:

2. Five (5) student members, consisting of the student government president (1) and four (4) students elected annually at large from the student body of the College who maintain at least a 2.25 grade point average. If at
any time the grade point average of a student serving on the Board of Directors falls below 2.25, said student shall be automatically dropped from the Board with the exception of the Student Government President whose eligibility for office shall be governed by the constitution of the Student Government.

And be it further

RESOLVED, That this amendment shall be effective September 1, 2002, except that students then holding office may continue to serve until the end of the term of office, and that the student government president shall be required to have at least the minimum grade point average required by Board policy.

NOTE: Matter underlined is new.

EXPLANATION: The college auxiliary enterprise board has responsibility for the oversight, supervision and review of college auxiliary enterprises. The board of directors of the auxiliary enterprise board pursuant to Board Bylaws is composed of 11 members and five students. The bylaw amendment establishing a grade point average requirement of 2.25 for the student members of the auxiliary enterprise board, with the exception of the student government president, has been approved by the board of directors and the college president. Board policy currently requires the student government president to have a minimum grade point average of 2.5.

NOTE: See Appendix D

NO. 10. HONORARY DEGREE: RESOLVED, That the following honorary degree, approved by the appropriate faculty body and recommended by the Chancellor, be presented at the commencement exercise as specified:

<table>
<thead>
<tr>
<th>COLLEGE</th>
<th>DEGREE</th>
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<tbody>
<tr>
<td>HUNTER COLLEGE</td>
<td></td>
</tr>
<tr>
<td>Rhea Perlman</td>
<td>Doctor of Humane Letters</td>
</tr>
</tbody>
</table>
(To be awarded at the June 6th Commencement Exercises)

NO. 11. SALK SCHOLARSHIPS: RESOLVED, That the Board of Trustees approve the award of the Jonas E. Salk Scholarships to the following graduates who have been recommended by the Chancellor:

WITH STIPEND

<table>
<thead>
<tr>
<th>Name</th>
<th>College</th>
</tr>
</thead>
<tbody>
<tr>
<td>Belly Braimah</td>
<td>Hunter College</td>
</tr>
<tr>
<td>Marc J. Braunstein</td>
<td>Brooklyn College</td>
</tr>
<tr>
<td>Shavon Dillon</td>
<td>The City College</td>
</tr>
<tr>
<td>Jonathan Feig</td>
<td>Brooklyn College</td>
</tr>
<tr>
<td>Choy Lewis</td>
<td>Hunter College</td>
</tr>
<tr>
<td>Kymora Scotland</td>
<td>Hunter College</td>
</tr>
<tr>
<td>Nushrat Ullah</td>
<td>Hunter College</td>
</tr>
<tr>
<td>Dmitry Volfson</td>
<td>The College of Staten Island</td>
</tr>
</tbody>
</table>
HONORARY

Joseph Sclafani  The College of Staten Island

Upon motions duly made, seconded and carried, the Public meeting was adjourned at 5:20 P.M. to go into Executive Session.

SECRETARY GENEVIEVE MULLIN
MINUTES OF THE EXECUTIVE SESSION OF THE BOARD OF
TRUSTEES OF THE CITY UNIVERSITY OF NEW YORK

HELD

MAY 28, 2002

AT THE BOARD HEADQUARTERS BUILDING
535 EAST 80TH STREET – BOROUGH OF MANHATTAN

The Executive Session was called to order at 5:24 P.M.

There were present:

Benno C. Schmidt, Jr., Vice Chairman

Satish K. Babbar
Rev. John S. Bonnici
John J. Calandra
Kenneth E. Cook
Joseph J. Lhota
Randy M. Mastro

John Morning
Kathleen M. Pesile
George J. Rios
Nilda Soto Ruiz
Jeffrey S. Wiesenfeld

Susan O'Malley, ex officio
Bernard Sohmer, ex officio

Secretary Genevieve Mullin
Frederick P. Schaffer, General Counsel and Vice Chancellor for Legal Affairs
Towanda Lewis

Chancellor Matthew Goldstein
Executive Vice Chancellor Louise Mirrer
Senior Vice Chancellor Allan H. Dobrin
Vice Chancellor Jay Hershenson

The absence of Trustees Wellington Z. Chen, Alfred B. Curtis, Jr., and Richard J. Nunez-Lawrence was excused.

The Board went into Executive Session to discuss personnel matters.

Upon motion duly made, seconded and carried, the Executive Session was adjourned at 6:02 P.M. to go into Public Session.

SECRETARY GENEVIEVE MULLIN
The Public Session reconvened at 6:05 P.M.

There were present:

Benno C. Schmidt, Jr., Vice Chairman

Satish K. Babbar
John S. Bonnici
John J. Calandra
Kenneth E. Cook
Joseph J. Lhota
Randy M. Mastro

John Morning
Kathleen M. Pesile
George J. Rios
Nilda Soto Ruiz
Jeffrey S. Wiesenfeld

Susan O’Malley, ex officio

Secretary Genevieve Mullin
Frederick P. Schaffer, General Counsel and Vice Chancellor for Legal Affairs
Kisha Fuentes
Towanda Lewis
Anthony Vargas

Chancellor Matthew Goldstein
Executive Vice Chancellor Louise Mirrer
Senior Vice Chancellor Allan H. Dobrin
President Dolores Fernandez
President Ricardo Fernandez
Interim President Russell K. Hotzler
President Christoph M. Kimmich
President Antonio Perez

President Jennifer Raab
President Marlene Springer
President Gregory H. Williams
Dean Stanford A. Roman, Jr.
Vice Chancellor Sherry Brabham
Vice Chancellor Jay Hershenson
Vice Chancellor Otis O. Hill
Vice Chancellor Brenda Richardson Malone

The absence of Trustees Wellington Z. Chen, Alfred B. Curtis, Jr., and Richard J. Nunez-Lawrence was excused.
Upon motions duly made, seconded and carried, the following resolutions were adopted: (Calendar Nos. 13 and 14)

**NO. 13. THE CENTRAL OFFICE – DESIGNATION OF INTERIM VICE CHANCELLOR FOR BUDGET AND FINANCE:**

RESOLVED, That Mr. Ernesto Malave be designated Interim Vice Chancellor for Budget and Finance, effective June 17, 2002, with a salary at the Vice Chancellor level to be determined by the Chancellor, subject to financial ability.

**EXPLANATION:** Mr. Ernesto Malave has worked for the University for the past 19 years. He has held his latest position as University Budget Director with responsibility for the management of the University’s budget since 1996. Prior to being named University Budget Director, he served for four years as a University Budget Analyst, and for two years as Executive Assistant to the Vice Chancellor for Budget, Finance and Information Services.

Mr. Malave attended Borough of Manhattan Community College and holds a Bachelor’s Degree in Liberal Arts from the College of New Rochelle.

**NO. 14. YORK COLLEGE – APPOINTMENT OF INTERIM PRESIDENT:**

RESOLVED, That Dr. Russell K. Hotzler be appointed Interim President of York College, effective July 29, 2002, with an annual salary at the applicable presidential level to be determined by the Chancellor, subject to financial ability, and that during the period of his service as Interim President, Dr. Hotzler be granted a leave from his position as University Dean for Academic Affairs.

**EXPLANATION:** Dr. Hotzler has served as Interim President of Queens College since September 1, 2000, and served as University Dean for Academic Affairs from 1996-2000. During his twenty-five years at Queensborough Community College, he held the positions of Dean and Vice President of Academic Affairs and Associate Dean of Administration, as well as Professor in the Department of Mechanical Engineering Technology and Design Drafting.

Dr. Hotzler will complete his term as Interim President of Queens College on July 28. From July 1 through July 28, he will provide leadership at both institutions.

Upon motions duly made, seconded and carried, the meeting was adjourned at 6:10 P.M.

SECRETARY GENEVIEVE MULLIN

(This is a detailed summary of the Board of Trustees’ meeting. The tapes of the meeting are available in the Office of the Secretary of the Board for a period of three years.)
THE COLLEGE OF STATEN ISLAND
GOVERNANCE PLAN

PREAMBLE

The College of Staten Island is a unit of The City University of New York under the jurisdiction of the Board of Trustees, its policies and by-laws, the collective bargaining agreements, and legal statutes. The College is an educational community that offers a full range of bachelor's degree programs, master's degrees in a number of liberal arts and professional disciplines, and, in selected fields, associate degrees that articulate with upper-division curricula. In addition, the College participates in the consortial doctoral programs offered by the CUNY Graduate Center.

Participation in the college community means that everyone has important, legitimate and respected roles and responsibilities in sustaining and furthering the goals of the College. This governance plan intends to preserve opportunity for voice and vote to the constituencies of the College: to further the ideals of collegiate governance which define institutions of higher learning. As a public, urban college, the College of Staten Island of The City University of New York believes that the intellectual, personal, ethical, professional and civic development of students remains at the heart of its mission. Equally, the College must support the intellectual and scholarly development of faculty in order to advance the course of knowledge. As the only public institution of higher learning on Staten Island, it must serve the wider community by providing continuing education, community programs, cultural and artistic events and athletic opportunities.

GOVERNANCE OF THE COLLEGE COMMUNITY

Article I. LEGISLATIVE BODIES

THE COLLEGE COUNCIL AND THE FACULTY SENATE

Section 1. The College Council: Establishment and Purpose

The College Council shall be responsible for the general interests of the college community; for the preservation of academic freedom; for committees which it supervises; for the convocation of the whole community in town meetings; for debate and recommendations on college organization, institutional planning and budget; and to receive and respond to information regarding larger educational and political issues affecting the College and University.

The operation of the Council shall be governed by the latest edition of ROBERT'S RULES OF ORDER, except where it conflicts with express provisions of the Governance Plan.

A quorum shall consist of more than half of the voting membership.

Seats for which vacancies exist shall not count for the purpose of computing a quorum.

Section 1a. Membership

(1) Members of the Faculty Senate (see section 2a).

(2) The 7 member Steering Committee of the Higher Education Officer's series (See section 3).

(3) The president of the Student Senate (or designee) and 7 student representatives, elected by the student body. Student representatives shall serve for one-year terms.

Members of the College Administration: the President; Chief Academic Officer; Deans of Science and Technology and of Humanities and Social Sciences and five additional administrators selected by the President.

Section 1b. Eligibility Requirements and Election Proceedings

(a) All full-time members of the instructional staff except those serving in visiting or substitute titles and those on retirement leave are eligible to serve and to vote in the election;

(b) A member of the instructional staff who has received a notice of non-reappointment or submitted a resignation shall not be eligible to participate in the election procedure.
(c) Student representatives must have a minimum grade point average of 2.0 at the time of their election and during their terms of office.

(d) Elections shall occur in May of each year for vacancies anticipated in the following academic year except that elections for student representatives shall occur when student government elections are held.

(e) Vacancies created by leaves, retirements, resignations, terminations, or failure to maintain eligibility requirements shall be filled by special election and/or designation, in accordance with the procedure used to fill the position formerly occupied by the Council member.

(f) Elections shall be supervised by the Committee on Organization of the College Council (see below).

(g) Council members may be recalled by a vote of two-thirds of the constituency they represent. A vacancy created by such recall shall be filled in accordance with the provisions of paragraph (d) of this section.

Section 1c. Organization and Meetings of the College Council

(a) The College Council shall meet at least once a month during the academic year and/or more often as its business requires.

(b) A special meeting may be called either upon petition to the Executive Committee by at least 20% of the membership of the body, or by the President. A petition shall state the purpose of the meeting.

(c) The College Council shall devise and adopt its own Bylaws, consistent with the provisions of the Governance Plan, the Bylaws of the Board of Trustees, and the policies of the Board.

(d) Upon approval of the Governance Plan by the Board of Trustees, the Executive Committee of the current College Council shall serve as an organization committee, and shall move with deliberate speed to develop procedures to assume responsibility for the development of procedures to implement the provisions of this document.

(e) There shall be an Executive Committee the members of which shall be elected by the members of the College Council for a two year term. The election process shall occur at the organizational meeting of the Council held in September.

Composition: Chairperson
Vice-Chairperson
Secretary
Two members serving at large
Chairperson of the Faculty Senate, ex-officio

Terms: Terms shall be staggered on the adoption of this charter with the length of term for the at-large representative initially set at one year.

Duties:
(1) to carry out the business of the College Council between meetings.
(2) to implement resolutions, policy statements and recommendations of the College Council.
(3) to prepare an agenda for the approval of the College Council and to provide minutes of meetings.
(4) to consult with the President on a monthly basis with regard to general college business, selection of search committees for members of the Executive Pay Plan.
(5) to consult with the Chief Academic Officer regarding matters of general academic interest.

(6) Officers:
(a) The Chairperson shall preside over the College Council and the Executive Committee and represent the Council to all groups in and outside the College.
(b) The Vice-Chairperson shall preside over the College Council in the absence of the Chairperson and in the event that the chairperson cannot continue in office, shall assume the position of chair. The Vice-Chairperson shall insure that the standing committees meet regularly and perform their duties.

(c) The Secretary shall take the minutes of the College Council and Executive Committee meetings; to conduct Executive Committee correspondence at the direction of the Committee and to preside over the College Council in the absence of the Chairperson and Vice-Chairperson.

(f) Committees of the College Council

(1) Committee on Organization

Purpose: To oversee the operation of the Charter and by-laws of the governance of the College. To solicit nominations for elected positions. To conduct elections for council and committee positions. To recommend the membership composition of Council committees. To solicit nominations for Committees enumerated in Article V.

Membership: Five members to be elected by the College Council. Chair to be elected by the committee.

(2) By-Law Committee

Purpose: To conduct periodic reviews of the governance plan of the College and to recommend revisions and by-law changes; to develop procedures for the transformation of existing departments and creation of new departments in conjunction with the Institutional Planning Committee.

Membership: Four members to be elected at large; Chairs of the College Council, Faculty Senate, a co-chair of the Higher Education Officer Steering Committee (to be selected by the Committee); Two members appointed by the President One student selected by the Student Senate and approved by the President.

(3) Administrative Review and Evaluation Committee

Purpose: To conduct ongoing evaluation of administrative posts and their incumbents and report findings to the Executive Committee and appropriate supervisors.

Membership: Five members elected at large. Chair to be elected by the committee.

(4) Institutional Planning Committee

Purpose: To review and assess the mission and goals of the College and recommend changes in academic offerings and educational programs.

Membership: Six members to be elected at large by the faculty with three from each division and no more than one from each department. Five members appointed by the President

Chair: the President
(5) Budget Committee

Purpose: To work with the Administration on the formulation of the budget request; to advise on priorities for expenditure and to propose re-allocation as necessary; to report to the College Council about budget and fiscal issues affecting the College and the University.

Membership: Five members to be appointed by the Executive Committee; Chair appointed by the Executive Committee.

Section 2. The Faculty Senate: Establishment and Purpose

The Faculty Senate shall be responsible for the principal academic policy decisions of the College including admissions criteria, academic programs, degree requirements and graduation requirements. The faculty consists of all full-time members of the Instructional Staff serving in the titles of professor, associate professor, assistant professor, instructor and lecturer. Recommendations from the Faculty Senate regarding educational matters shall be forwarded to the College Council for information and to the Administration for action and/or implementation.

A quorum shall consist of more than half of the voting membership. Seats for which vacancies exist shall not count for the purpose of computing a quorum.

2a. Membership

(1) Chairs of academic departments, and one representative elected by each Department to serve for three year terms;

(2) Five full-time faculty members from each Division holding appointments in academic departments excluding those in titles in the Executive Compensation Plan elected at large to serve for three staggered year terms.

The two divisions are:

Division of Humanities and Social Sciences: Business; Education; English/Speech/World Literature; History; Media Culture; Modern Languages; Performing & Creative Arts; Political Science, Economics and Philosophy; Psychology; Sociology, Anthropology, and Social Work; Student Services.

Division of Science and Technology: Biology; Chemistry; Computer Science; Engineering Science and Physics; Library; Mathematics; Nursing;

When new departments are established they shall be assigned to a division or if abolished, removed therefrom.

(3) Two employees serving full-time in titles in the college laboratory technician series elected by all full time employees serving in titles in the college laboratory technician series to serve for three year terms;

(4) Two adjunct faculty members elected by the adjunct faculty for one-year terms. All adjunct members of the instructional staff are eligible to serve as representatives of the adjunct staff provided they remain active members of the staff, and do not hold full-time titles at the college.

(5) The President, the Chief Academic Officer and the two divisional deans;

2b. Eligibility and Timing of Elections

(1) Elections for departmental representatives shall coincide with elections for Chairpersons;

(2) At large elections shall occur in May of the preceding academic year;

(3) Faculty on visiting or substitute lines and faculty on retirement leave are ineligible to vote or hold office;

(4) A member of the faculty who has received a notice of non-reappointment or submitted a resignation shall not be eligible to participate in the election procedure.
2c. Organization and Meetings of the Faculty Senate

(1) The College Faculty Senate shall devise and adopt its own Bylaws, consistent with the provisions of the Governance Plan, the Bylaws of the Board of Trustees, and the policies of the Board.

(2) Upon approval of the Governance Plan by the Board of Trustees, the current executive committee of the General Faculty shall serve as an organization committee, and shall move with deliberate speed to develop procedures to assume responsibility for the development of procedures to implement the provisions of this document.

(3) There shall be an Executive Committee elected for two year terms at the organizational meeting of the Senate in September of the academic year. The Executive Committee shall consist of

   (a) A chairperson, a vice-chairperson, a secretary and one at-large member.
   (b) The chairperson will preside over the meetings of the Senate and represent the faculty to groups within and without the College as needed.
   (c) The Executive Committee shall prepare the agenda for the Senate, shall consult with the Chief Academic Officer and other academic officials, shall review curriculum proposals and shall provide minutes of decisions taken by the Senate.

(4) Meetings of the Faculty Senate shall occur monthly during the academic year or more often as its business requires. Meeting dates and times will be coordinated with College Council meetings where possible. A special meeting may be called either upon petition to the Executive Committee by at least 20% of the membership of the body, or by the President. A petition shall state the purpose of the meeting.

2d. Committees of the Faculty Senate

(1) Admissions Committee

   Purpose: The Admissions Committee shall consider all matters affecting the admission of students to the College.

   Membership:
   1. Six faculty to be elected at large, with at least two from each Division for a three year term.
   2. Chair to be elected from members of the Committee.
   3. Three Staff members (without vote)
      The Director of Admissions
      The Director of Testing
      The Director of Advisement

(2) Curriculum Committees

   The College Curriculum Committees shall review, evaluate and recommend all departmental and inter-departmental undergraduate programs including majors, minors, pre-majors and concentrations and the courses within such programs. All departmental programs shall originate in the appropriate department. Interdisciplinary courses shall be considered by all involved departments and appropriate subcommittees.

   Decisions reached by the curriculum committees are forwarded to the Executive Committee of the Faculty Senate for presentation to and action by the Faculty Senate.

   (A) General Education Committee

       Purpose: The General Education Committee shall recommend, evaluate and review all college-wide curricula requirements including the courses which satisfy such requirements.
Membership:

(1) The Chair shall be the Chief Academic Officer or a designee selected from faculty appointed to academic departments.

(2) One faculty member elected in each academic department for a three-year term.

(3) Divisional deans.

(4) One undergraduate student elected by the College Council for a one-year term.

(B) Undergraduate Curriculum Committee

The Undergraduate Curriculum Committee shall recommend, evaluate, and review all departmental and inter-departmental undergraduate programs including majors, minors, pre-majors and concentrations and the courses within such programs. All departmental programs shall originate in the appropriate department.

Membership:

(1) Divisional Deans who shall serve as co-chairs.

(2) One faculty member elected in each academic department for a three-year term.

(3) Two representatives elected by the coordinators of undergraduate interdisciplinary programs.

(4) One undergraduate student member elected by the College Council for a one-year term.

(C) Graduate Studies Committee

The Graduate Studies Committee shall review, evaluate and recommend all graduate programs and courses. Departmental programs shall originate in the appropriate department or departments. In addition, the committee shall consider all matters affecting the academic standing of graduate students at the College.

Membership:

1. Membership shall be composed of coordinators of graduate programs; one faculty ex-officio from the Library.

2. Chair: The Chief Academic Officer or faculty designee.

3. Divisional Deans.

4. One graduate student elected by the College Council for a one-year term.

(3) Course and Standing Committee

The Course and Standing Committee shall consider all matters affecting the academic standing of undergraduate students at the College.

Membership:

1. The committee shall consist of the Chief Academic Officer or a designee who is a member of the faculty serving as Chairperson (ex officio) without vote. One member shall be a member of the staff of the Registrar's Office (ex officio). One member shall be elected from each academic department for a term of three years.
Library Committee

Purpose: The Library Committee shall consider policy and serve as advisory to the Chief Librarian

Membership:

1. Chair and Convenor: The Chief Librarian
2. One faculty member selected in each Department for a three year term

(5) Research Committee

Purpose: To assess and review the research policies of the College, to recommend directions for research development and to advise the administration about ways to encourage and expand research opportunities.

Membership: Six faculty to be elected at large with three from each Division for three year terms. Chair to be elected by membership.

Section 3. The Higher Education Officer Steering Committee

The Higher Education Officer (HEO) series Steering Committee shall call and conduct meetings, coordinate HEO series activities, establish ad hoc committees, receive and distribute to all employees in the HEO series (HEO’s) reports of its committees, serve as a vehicle for bringing HEO concerns to the President, College Council and other appropriate college constituencies.

Membership: The Higher Education Officer (HEO) series Steering Committee shall be composed of seven elected members from the HEO series staff. Members of the Committee shall serve for three-year terms to be staggered in accordance with procedures to be developed by the organizational committee described in section 1c (f)(1). Two co-chairs shall be elected by the committee each academic year.

Section 4. Meeting of the College Community

A special meeting of the college community may be called either upon petition to the Executive Committee by at least 10% of the Instructional Staff, or by the President. A petition shall state the purpose of the meeting.

ARTICLE II. PERSONNEL AND BUDGET COMMITTEE AND THE APPEALS COMMITTEE

A. College Personnel and Budget Committee

Section 1. Composition

There shall be a College-wide Personnel and Budget Committee composed of the elected chairpersons of the academic departments, the Chair of the Library Department, and the Chairperson of the Department of Student Services as voting members. The non-voting members shall be the President, the Chief Academic Officer and other full academic Deans. The President or in the absence of the President the Chief Academic Officer shall serve as chairperson of the Committee.

Section 2. Functions, Responsibilities, Procedures

The Committee shall receive recommendations for appointment, reappointment, reappointment with tenure, certificate of continuous employment, and promotion for members of the instructional staff in the titles of professor, associate professor, assistant professor, instructor, lecturer and titles in the college laboratory technician series, and shall recommend action thereon to the President. It shall also hear appeals from negative departmental recommendations. The Committee may also recommend to the President special salary increments. The President shall consider these decisions in making recommendations on such matters to the Board.

A three-member subcommittee, elected annually and including at least one member from each academic division, shall form the Budget Sub-Committee of the College Personnel and Budget Committee, charged with participating in
the formulation and allocation of the college budget and with proposing recommendations to the College Personnel and Budget Committee. The Budget sub-committee shall review the annual College budget request prepared by the President for the central administration and make suggestions and recommendations in the appropriate time period.

A six-member subcommittee on the allocation of faculty lines shall be elected annually. It shall be composed of three faculty elected from among the chairpersons (excluding the chairperson of the Department of Student Services), the two divisional deans and the Chief Academic Officer.

Minutes of the proceedings of the Committee shall be kept. Proceedings of the Committee shall be governed by the latest edition of ROBERT'S RULES OF ORDER, except where it conflicts with express provisions of the Governance Plan. All actions of the Committee will be voted by secret ballot and the results recorded in the minutes.

Records of all proceedings regarding a candidate will be available only to the committees and individuals responsible for review and recommendations for appointments, reappointments, reappointments with tenure, certificate of continuous employment and promotions.

Actions of the committee shall be communicated to candidates by the President or the Chief Academic Officer in accordance with procedures defined by the Board of Trustees. No reason shall be assigned for a negative recommendation. Affirmative recommendations shall be submitted to the President, as outlined in procedures defined by the Board of Trustees.

In any vote involving a recommendation for appointment, reappointment, reappointment with tenure, a certificate of continuous employment, and promotion, a majority of the whole number of voting members must be present and a majority of the whole number of voting members, in a secret ballot, must vote affirmatively to pass a positive recommendation.

The Personnel and Budget Committee may adopt internal procedures to aid in its deliberations consonant with Bylaws and policies of the Board of Trustees. Such procedures could include using sub-committees of the whole reflecting disciplinary clusters in Divisions to make recommendations regarding reappointment, tenure and promotion to the committee of the whole.

B. The Appeals Committee

1) Composition

The Appeals Committee shall be composed of six faculty to be elected by the faculty at-large from the tenured associate and full professoriate in the College, and the Chief Academic Officer serving as chairperson with full voting rights. Divisional deans shall serve as members of the committee without vote. No voting member of the College Personnel and Budget Committee shall be a voting member of the Appeals Committee. Faculty serving in visiting or substitute titles, on retirement leave, or who have received notice of non reappointment or submitted their resignation are not eligible to serve on or to vote for faculty members of the Appeals Committee.

Two faculty shall be elected from each division with no more than one faculty member from each department. The term of office shall be three years, each term staggered at the outset by numbers of votes received. The individuals from each division receiving the next highest number of votes after the six faculty who are elected shall serve as alternates.

The Chief Academic Officer shall convene the Committee as needed.

2) Function

The Appeals Committee shall receive appeals from decisions of the College Personnel and Budget Committee rejecting positive departmental recommendations regarding reappointment, reappointment with tenure, certificates of continuous employment and promotion. The Committee shall make its recommendations to the President.

3) Procedures

The Appeals Committee shall keep minutes of its proceedings. Procedure shall conform to the latest edition of ROBERT'S RULES OF ORDER, except where it conflicts with express provisions of the Governance Plan. Ballot results, obtained by secret ballot, will become part of the minutes and records of proceedings with respect to a candidate shall be available only to committees and individuals responsible for review and recommendations on reappointments, promotion and tenure. The President or the Chief Academic Officer shall communicate to the
APPENDIX C

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candidate the action of the Committee, in accordance with procedures outlined by the Board of Trustees. No reason shall be assigned for a negative recommendation. Affirmative recommendations shall be forwarded to the President in accordance with procedures defined by the Board of Trustees.

In all votes a majority of the whole number of voting members must be present, and a majority of the whole number of voting members, in a secret ballot, must vote affirmatively to pass a positive recommendation.

ARTICLE III. ORGANIZATION AND DUTIES OF FACULTY DEPARTMENTS

Section 1. Department Organization

a) Each department, subject to the provisions of the Board Bylaws and the College Governance Plan, shall have control of the educational policies of the department through the vote of all its faculty members. If the department so desires, it may, by a majority vote of the faculty, as defined in Article I, Section 2, of the department present and voting, enfranchise persons in visiting and substitute professorial titles and other members who have been appointed on an annual salary basis to vote on departmental matters other than the election of the appointments committee and the election of the chairperson. A faculty member who is retiring shall retain his or her voting rights during his or her last year of service before the commencement of retirement leave. A faculty member who has received notice of non-reappointment or submitted a resignation may not vote. Each department shall cooperate with related departments and with college agencies in general in the development and achievement of college-wide objectives.

b) The executive officer of the department shall be the department chairperson, who shall be a professor, associate professor or assistant professor elected by secret ballot for a term of three years. In determining those eligible to vote in departmental elections, no administrator serving in a title on the university's executive staff shall participate in such proceedings, nor be counted among those eligible to vote during the period of service in such title. Proxy or mail voting shall not be permitted. The candidate for department chairperson must be tenured or have been approved by the Board for tenure at the time of election, except in departments less than seven years old. Such elections shall be subject to the subsequent approval of the President and the Board. The present system of staggered departmental elections shall be continued. Each department chairperson shall be elected during the first full week in May at the expiration of the current term of office at a meeting at which a majority of the whole number of members of the department eligible to vote pursuant to Sections 1a) and b) of this article are present, and a majority of the whole number of members eligible to vote, vote affirmatively. Chairpersons shall take office as of July 1 of the year in which they are elected and at three-year intervals thereafter. Vacancies shall be filled by election for the unexpired term.

c) In any case where the President does not approve the election of a department chairperson, or at such other time as the interests of the college may require the removal of a chairperson and the appointment of a new one, the President shall confer with the department and thereafter shall report to the Board of Trustees any subsequent action by the department with respect thereto, together with his/her own recommendation for a chairperson. In those cases where the department disagrees with the President's recommendation, it may submit its own report to the Board.

d) The library shall constitute an academic department of the college. For purposes of divisional representation, the library will be a part of the Division of Science and Technology. The chairperson thereof shall be designated by the President. Such chairperson, in addition to the duties of department chairperson as enumerated in Section 3 of this article, shall be charged with the administration of the library facilities of the college and shall perform such other duties as the President may assign. Such chairperson is hereby authorized to use the additional title of Chief Librarian.

e) The student services area shall constitute an academic department of the college. For the purposes of divisional representation, the Department of Student Services will be part of the Division of Humanities and Social Sciences. The chairperson thereof shall be the Chief Student Affairs Officer and shall be designated by the President. Such chairperson, in addition to the duties of department chairperson as enumerated in Section 3 of this article, shall be charged with the administration of the student services of the college and shall perform such other duties as the President may assign.

The Department of Student Services includes the SEEK Program (Search for Education, Elevation, and Knowledge). The SEEK director shall be appointed by the President of the College.

f) There shall be in each department an Appointments Committee consisting of the department chairperson and of four other faculty members. Four of the faculty members of the committee must be tenured except if the
department has fewer than four such members. Faculty serving in visiting or substitute titles and those faculty on retirement leave, who have submitted a resignation or received notice of non-reappointment are not eligible to serve. The department chairperson shall be the chairperson of the Committee.

The four faculty members shall be elected by a majority vote of the faculty in the department. Election shall be held at the same time that the department chairperson is elected. A vacancy in the office of the chairperson prior to the expiration of the term of office when such vacancy necessitates an election for a new chairperson shall not affect the term of the committee.

In departments with fewer than four tenured faculty members, the President, after consultation with the departmental faculty, shall appoint an ad hoc committee to make recommendations on appointments with tenure in lieu of an Appointments Committee.

g) Each department may name such other committees as it chooses and shall have the fullest measure of autonomy consistent with the maintenance of general educational policy.

Section 2. Departmental Appointments Committee

The Appointments Committee shall be responsible for making recommendations for its faculty members and for titles in the College Laboratory Technician series concerning appointments, reappointments, tenure and budget. It shall also serve as a departmental Executive Committee. The department chairperson shall serve as chairperson of the departmental Appointments Committee.

The Committee shall keep minutes of its proceedings. The proceedings shall conform to the latest edition of ROBERT'S RULES OF ORDER. The actions of the Committee shall be by secret ballot and the results of the balloting shall be duly recorded in its minutes. All records of the proceedings with respect to a candidate shall be available only to the committees and individuals responsible for the review and recommendation of appointments, reappointments, promotions and tenure. It shall be the duty and responsibility of the chairperson to communicate to the candidate the action of the Committee in accordance with the procedures of the Board, but no reason shall be assigned for a negative recommendation. The affirmative recommendations of the Committee shall be submitted by the department chairperson to the President and College Personnel and Budget Committee in accordance with the procedures set forth in the Bylaws of the University.

Section 3. Duties of Department Chairperson

The department chairperson shall be the executive officer of the department and shall carry out the department's policies as well as those of the faculty and the Board of Trustees which are related to it. The chairperson shall provide leadership in the areas of teaching effectiveness, curriculum and program development, and in the fostering of collegial and professional relationships among the staff.

More specifically, the chairperson shall: 1) be responsible for departmental records, 2) assign courses to and arrange programs of instructional staff members of the department, 3) be responsible for the recruitment of faculty subject to the approval of the department Appointments Committee, 4) represent the department before the College Council and the Faculty Senate, the College Personnel and Budget Committee, the faculty and the Board of Trustees, 5) preside at meetings of the department, 6) be responsible for the work of the department's Appointments Committee, 7) prepare the tentative departmental budget, subject to the approval by the department's Executive Committee, 8) transmit the tentative Departmental budget to the President with his/her own recommendation, 9) arrange for careful observation and guidance of the department's instructional staff members, in accordance with the provisions of the collective bargaining agreement, 10) make a full report to the President and to the College Personnel and Budget Committee of the action taken by the department Appointments Committee when recommending an appointee for tenure on the following: a) teaching effectiveness, b) professional and creative work, c) service to the department, college, profession, and community, 11) hold evaluation conferences in accordance with the provisions of the collective bargaining agreement, and 12) generally supervise and administer the department.

Section 4. Appointments

a) Recommendations for appointment of faculty to a department shall be initiated by the department. The President may also initiate a recommendation for appointment in accordance with responsibilities as listed in section 11.4 of the Bylaws of The University. The President may recommend that such appointee be designated as department chairperson. Such recommendation by the President for appointment and designation as department chairperson may be made either at the time of election of department chairperson or at such other time as the educational interests of the college may require. Before recommending such appointment or designation, the
President shall confer with the members of the department and with the College Personnel and Budget Committee.

b) All appointments and reappointments of faculty and reappointments with tenure to a department shall be recommended to the College Personnel and Budget Committee by the chairperson of the department after consultation with the President in accordance with the vote of the majority of the members of the department's Appointments Committee. A minority of any Appointments Committee shall have power to submit a minority recommendation to the College Personnel and Budget Committee.

c) All appointments and reappointments of faculty, individuals in titles in the College Laboratory Technician series and reappointments with tenure to a department, shall be recommended to the President by the College Personnel and Budget Committee in accordance with the vote of the majority of the members of the Committee. A minority of the Committee shall have power to submit a minority recommendation to the President.

Appeals from negative recommendations of the College Personnel and Budget Committee may be initiated pursuant to the provisions of Article II, section B.

Section 5. Promotions

Promotions to the rank of assistant professor, associate professor and full professor shall be recommended to the College Personnel and Budget Committee by the chairperson of the department only after an affirmative vote of a majority of all faculty members of the department, as defined in Article I, Section 2, holding rank higher than the rank of the candidate under consideration. Faculty serving in visiting or substitute titles, and faculty notified of non-reappointment, who have submitted resignations or on retirement leave are not eligible to serve on a promotions committee.

In departments containing fewer than three full professors, promotion to the rank of full professor shall be recommended by all full professors and associate professors in the department.

A minority of any departmental promotion committee shall have the power to submit a minority recommendation to the College Committee on Personnel and Budget. A candidate for promotion who fails to receive an affirmative recommendation from the departmental committee shall have the right to appeal to the College Personnel and Budget Committee.

Section 6. Voting Procedures

a) No administrator in a title on the University's executive staff shall be eligible to vote for, serve, or be counted in determining a quorum or toward any required majority involving any departmental committee, including the Appointments Committee, the office of the chairperson or departmental recommendation on promotion.

b) A vote of a simple majority, a quorum being present, is necessary to enfranchise visiting and substitute faculty to vote on departmental matters, pursuant to Article III, Section I a).

c) Election of Chairpersons and Department Appointments Committee: In an election for department chairperson and the members of the department Appointments Committee, a majority of the whole number of members of the department eligible to vote pursuant to Section I a) and b) of this article, must be present at the time of the vote, and a majority of the whole number of members eligible to vote, must vote affirmatively.

d) Affirmative votes on appointments, reappointments, reappointments with tenure, and certificates of continuous employment: In any vote involving a recommendation for appointment, reappointment, reappointment with tenure, and a certificate of continuous employment, a majority of the whole number of voting members must be present, and a majority of the whole number of voting members, in secret ballot, must vote affirmatively to pass a positive recommendation.

e) Affirmative votes on promotion: In a vote involving a departmental recommendation for promotion, a majority of faculty eligible to vote pursuant to Section 5 of this article must be present and voting; provided, however, that eligible faculty on fellowship leave or leave for special purpose who are not present at the time of the vote, shall not be counted to establish a quorum or the whole number of voting members. An affirmative recommendation shall be by a majority vote.

In a vote involving a promotion recommendation by the College Personnel and Budget Committee and the College Appeals Committee, a majority of the whole number of voting members must be present, and a majority of the whole number of voting members, in secret ballot, must vote affirmatively to pass a positive recommendation.
 Meetings of the entire Department and Department Committees: The conduct of the proceedings, including the determination of a quorum and of a majority affirmative vote, shall conform to the latest edition of ROBERT'S RULES OF ORDER.

g) Tie Votes: A tie vote in a case affecting an appointment, a reappointment or a promotion shall be considered as a failure of the motion to prevail. Tie votes or a failure to achieve a majority in the election of a department chairperson or for representation on Appointments Committees or on the Faculty Senate shall be resolved by action of the President.

Section 7. Procedures for Department Committees

Each department committee shall keep minutes of its proceedings. The proceedings shall conform to the latest edition of ROBERT'S RULES OF ORDER. It is the responsibility of the department chairperson, except as specified above, to circulate the minutes of each departmental committee to all members of the department.

Article IV. CONSTITUTION OF THE STUDENT GOVERNMENT

Section 1. Guiding Principle

The College of Staten Island of The City University of New York hereby establishes the Student Government of the College in accordance with Article XV and Article XVI of the Bylaws of the Board of Trustees, which enumerates the principles and procedures governing the rights, conduct, and organizations of students. As formulators of this constitution, we impose our intention upon all officers charged with its enforcement: That they shall govern impartially and grant funds and services equitably to all qualified students under the aegis of the College.

Section 2. Name

The responsibility for government shall be entrusted to one body, the Student Government.

Section 3. Eligibility for Franchise and for Office

All students who pay their student activity fee shall be eligible to vote. All voters in good academic standing and with at least a 2.25 grade-point average shall be eligible for nomination and for office. A 3.0 grade-point average is required for the Graduate Seat. For the positions of President and Vice President a 2.5 grade-point average shall be required. If at any time the grade-point average of a student elected to the Student Government falls below 2.25 or 3.0 for Graduate seat, said student will be automatically dropped from the Student Government. If the grade-point average of the President or Vice President falls below 2.5 said student will no longer be eligible to hold the position of President or Vice President and a new election from among the Student Government members will be held to fill the vacancy. In order to serve each semester a student must have completed and earned passing grades in at least 50% of the credits for which they registered the prior semester, but in no event less than 3 credits.

Section 4. Student Government

a) Membership

The Student Government shall be composed of 20 representatives as follows:

1) One graduate student;

2) Nine students from the junior and senior classes of the college;

3) Nine students from the freshman and sophomore classes of the college. Freshmen must have completed a minimum of one full semester completing no less than six matriculated credits to run and serve;
4) One at large student representative.

b) Elections

An annual election shall be held during the month of April. A special election to fill vacancies shall be held by the last week in October. Subsequent vacancies shall be filled during the second week of November and the first meeting of March by a majority vote of the senators currently serving on the Student Government after a minimum of one week's appropriate public notice.

c) Terms of Office

Senators elected in the annual election shall hold office beginning June 1 and ending May 31 of the following year.

Senators elected by special election shall hold office for the remainder of the academic year. The term of office for all Senators shall automatically expire upon graduation, withdrawal, or dismissal from the college. Undergraduate students may not serve in Student Government for more than a total of five years. Students shall be permitted to serve in the same office in Student Government for a maximum of two years.

Any Senator absent from a total of four meetings during the fall semester which will include the first two meetings in June, or three meetings during the spring semester shall be automatically removed from office.

d) Meetings

1) Regular Meetings. The Student Government shall hold regular meetings during the first and second weeks of the fall semester and at least every second week thereafter, and during the first and second weeks of the spring semester and at least every second week thereafter, except upon waiver by two-thirds of the Student Government.

2) Special Meetings. Special meetings may be called by the president of the Student Government, or by a petition signed by one-third of the Student Government, or by a petition signed by 500 members of the student body. Special meetings are defined as ones at which one item of business is discussed. Notification of such meetings must be made in writing to all senators at least three business days prior to such a meeting.

3) Town Hall Meetings. Town Hall meetings shall be held a minimum of one time per semester. The President of the Student Government shall be responsible for convening these meetings.

4) Quorum. One-half of the total senators currently serving shall constitute a quorum.

5) Parliamentary Rules. Procedures shall accord with the latest edition of ROBERT'S RULES OF ORDER, except when inconsistent with this Constitution, Article XV of the Bylaws of the Board of Trustees and the laws of the City, State and Nation.

e) Duties and Responsibilities

The Student Government shall:

1) Elect the President and Vice President of the Student Government and the chairpersons of its commissions;

2) Approve the composition, but not the specific names of commission memberships;
3) Consider disciplinary action against any officer, senator, commission member, or any other person responsible to and under the jurisdiction of the Student Government, on receipt of formal written charges by the Student Government. (The Student Government must act on the charges within ten days of receipt. The latest edition of ROBERT'S RULES OF ORDER shall prevail at hearings or trials.);

4) Advise and inform the student body, the faculty, and the administration on pertinent matters; and advocate for the student body;

5) Investigate and act on any matter affecting the general welfare of the student body;

6) Direct the president of the Student Government as to the implementation of any measure enacted by the Student Government;

7) Refer any pertinent matter to a referendum of the student body;

8) Call meetings of the student body, pursuant to Section 4(d) of this constitution;

9) Remove from office any Senator who has missed a total of four meetings during the fall semester which will include the first two meetings in June, or three meetings during the spring semester;

10) Determine the disposition of the earmarked student activity fee where Student Government is designated as the allocating body pursuant to Article XV and Article XVI of the Bylaws of the Board of Trustees which provide for a public hearing;

11) Charter or otherwise authorize teams (excluding intercollegiate), publications, organizations, associations, clubs or chapters, and refuse, suspend, or revoke any charter or authorization for cause after a hearing;

12) Delegate responsibility for the implementation of its specific functions hereunder to any officer or committee it may appoint;

13) Interpret this constitution by majority vote of its total currently serving membership.

Section 5. President of the Senate

a) Election and Term of Office

The Student Government shall elect, from its number, a President and Vice President who shall serve for a term of one year (June 1 – May 31). The President and Vice President must have a minimum GPA of 2.5. The election process for president and vice president shall begin at the second meeting of the Student Government. A two-thirds vote of those Senators present shall be required for election. If difficulties arise in the election of a president, the chair will rotate on an alphabetical basis until a president is elected. Upon resignation, dismissal, or incapacitation of the president, the vice president shall serve as president and a new election shall be held for vice president with the new president and vice president serving until the end of the elected term.

b) Duties and Responsibilities

The President of the Student Government, or the Vice President of the Student Government should the President be unable to fill his/her duties shall:

1) Preside over meetings of the Student Government;

2) Give a timely report of all activities undertaken on behalf of the Student Government;
3) Prepare the agenda for meetings of the Student Government;

4) Implement measures enacted by the Student Government and submit periodic progress reports;

5) Preside over meetings of the student body;

6) Represent the student body at official functions;

7) Represent the student body in the College Council either directly or through a designee.

Section 6. Commissioners

The Student Government shall elect one of its number as commissioner of each of seven standing commissions charged with drafting legislation for consideration by the Student Government and recommending methods of implementing such legislation. No senator shall hold more than one commissioner position on the Student Government except in the case of a sudden vacancy whereby a commissioner could hold a temporary commissioner position on another commission until such time as the vacancy can be permanently filled. Each Commissioner shall appoint additional members, which shall be reported to the Student Government prior to members taking their seat on the commission. The Commissions are as follows: Commission on Finances, Commission on Clubs, Commission on Student Center, Commission on Student Services, Commission on Academic and Curricular Affairs, Commission on Elections, Commission on Part-time, Evening and Weekend Students.

a) Election and Term of Office

Only Senators shall be eligible to serve as Commissioners. The election process for commissioners shall begin at the second meeting of the Student Government. Commissioners will be elected by majority vote of the Senators present and shall serve for a term of one year (June 1 – May 31).

b) Duties and Responsibilities

The Commissioners shall:

1) Submit to the Student Government a written description of the commission’s organization, budget, and operating procedure, for approval, within two weeks of the election of the Commissioner, and schedule and attend a minimum of one commission meeting per month;

2) Report a minimum of once per month to the Student Government on the operation of the commission;

3) Deposit, record, and maintain the commission’s funds in conformity with the accounting procedure of The College of Staten Island Association, Inc.;

4) Report to the Student Government commission membership, which comprise no more than two senators, in addition to the Commissioner, including the appointment of a deputy commissioner who must be a Student Government senator, who will assume the duties of the commissioner should the commissioner be unavailable to fulfill said duties;

5) Submit reports a minimum of once per month on the finances and activities of the commission;

6) The Club Commissioner cannot be an officer of any chartered club; the Election Commissioner cannot serve on the Student Election Review Committee.
Section 7. Meetings of the Student Body

The Student Government may call discretionary meetings of the student body to inform the students of actions taken by the Student Government, to discuss other pertinent matters, and to solicit student opinion. Motions passed at such meetings shall be considered resolutions advising the Student Government, without binding effect.

Section 8. Representatives on Other Bodies

At the annual election student representatives shall be elected to serve on the following bodies:

a) College Council,
b) Faculty-Student Disciplinary Committee,
c) Auxiliary Services Corporation,
d) CSI Association, Inc.

Article V. AMENDMENTS

Section 1. Amendments to Article I through III

A proposal to alter any provision of Articles I through III may be initiated by the President or by a two-thirds vote of the College Council. Such proposals shall then be submitted to a referendum of the Instructional Staff. The proposed amendment is to be deemed adopted if approved by a majority of those voting (provided that at least 30% vote), by the President, and by the Board of Trustees.

Section 2. Amendments to Article IV.

Amendments to Article IV (Constitution of the Student Government) may be proposed by: a) a majority of the Senators present at a meeting of the Student Government, or b) a petition containing the signatures of 10% of the student body. An amendment shall be adopted when approved by majority vote of the student body in referendum, provided that at least 10% of the student body vote, by the President and by the Board of Trustees.

ARTICLE VI. COMMITTEES OF THE COLLEGE ESTABLISHED PURSUANT TO BOARD OF TRUSTEES BYLAWS OR UNIVERSITY POLICY.

1. College Association
2. Faculty-Student Disciplinary Committee
3. Auxiliary Enterprises Board
4. Sexual Harassment Panel
5. Affirmative Action
6. Pluralism and Diversity
7. Americans with Disabilities Act

BYLAWS
OF
THE COLLEGE OF STATEN ISLAND AUXILIARY SERVICES CORPORATION, INC.

ARTICLE I.
NAME AND PURPOSE

SECTION 1. NAME

This Corporation shall be known as The College of Staten Island Auxiliary Services Corporation, Inc., hereinafter referred to as the Corporation.

SECTION 2. PURPOSES

(a) To provide such services and facilities to the students and faculty of The College of Staten Island, hereafter referred to as The College, and its community as may be authorized on behalf of and agreed to by The College of Staten Island by the direct or indirect operation of bookstores, food services, parking facilities, and other auxiliary services at or near the various locations of The College of Staten Island.

(b) To receive, maintain and dispose of a fund or funds of real or personal property, and to apply the income and principal thereof, in whole or in part, to the various objectives herein set forth, consistent with applicable provisions of law and the regulations of The Board of Trustees of The City University of New York, hereafter referred to as The University, and The College of Staten Island.

(c) To acquire, print, publish, manufacture, operate, conduct, engage in, circulate, distribute, deliver and otherwise deal in, and with, any periodicals, magazines, journals, newspapers, circulars, pamphlets, books, music, photographs, blueprints, and any other printed matter in connection with any of the above mentioned objects; provided that such undertaking be pursued not for profit but solely as an incident to the foregoing purposes.

(d) To make such rules, regulations and bylaws, and to hire such staff and employees as may be necessary and advisable to carry out the purposes of the Corporation.

(e) In general, to exercise such powers as are incidental and conducive to the attainment of the objects and purposes of the Corporation, provided that the Corporation shall not operate for profit; and further provided that no part of net earnings of the Corporation shall inure to the benefit of any member thereof.

(f) The Corporation shall operate consistent with the Bylaws, policies and regulations of The University, and the policies, regulations and orders of The College.

ARTICLE II.
THE BOARD OF DIRECTORS

SECTION 1. RESPONSIBILITIES

General management of the property, affairs, business and concerns of the Corporation shall be vested in the Board of Directors.

SECTION 2. DUTIES

The Board of Directors shall have power to hold meetings at such time and places as it deems advisable, to appoint an executive committee, standing committees and other committees, to employ necessary employees, to authorize proper expenditures and to take such other measures as may be necessary and proper to carry out the purposes of the Corporation. The Board of Directors shall keep minutes of its meetings and all actions.

Directors and officers shall discharged the duties of their respective positions in good faith and with that degree of diligence, care and skill which ordinarily prudent men and women would exercise under similar circumstances in like positions. In the administration of the powers to make and retain investments pursuant to section 512 of the New York State Not-For-Profit Corporation Law (Investment Authority), to appropriate appreciation pursuant to section 513 of the New York State Not-For-Profit Corporation Law (Administration of assets received for specific purposes), and to delegate investment management of institutional funds pursuant to section 514 of the New York State Not-For-Profit Corporation Law (Delegation of investment management), the Board of Directors shall consider among other
relevant considerations the long and short term needs of the Corporation in carrying out its purposes, its present and anticipate financial requirements, expected total return on its investments, price level trends, and general economic conditions.

In discharging their duties, directors and officers, when acting in good faith, may rely upon financial statements of the Corporation represented to them to be correct be the individuals having charge of its books of accounts, or stated in a written report by an independent public or certified accountant or firm of such accountants to fairly reflect the financial conditions of such corporation.

SECTION 3. MEMBERSHIP

The Board of Directors shall be composed of eleven individuals as follows:

1. The College President or his/her designee.

2. Five (5) student members, consisting of the student government president (1) and four (4) students elected annually at large from the student body of The College who maintain at least a 2.25 grade point average.

If at any time the grade point average of a student serving on the Board of Directors falls below 2.25, said student shall be automatically dropped from the Board with the exception of the Student Government President whose eligibility for office shall be governed by the constitution of Student Government.

3. Three (3) administrators appointed by The College President.

4. Two (2) members of the Faculty appointed by The College President from a panel of four (4) Faculty elected by The College Council.

SECTION 4. QUALIFICATIONS

Only persons who have attained the age of majority shall be eligible to be a Director.

SECTION 5. TERMINATION OF MEMBERSHIP

(a) Any Director who ceases to occupy the position which qualified him or her to be elected or appointed as Director pursuant to section 3 herein, shall cease to be a Director.

(b) A member of the Faculty who has received a notice of non-reappointment shall not be eligible to serve as a Director effective the date of notification.

(c) The President may at any time remove a Director whom he has appointed.

(d) Any Director may withdraw from the Board by presenting to the Secretary a written resignation, which shall be presented to the Board of Directors by the Secretary at the next meeting thereof, following receipt of such resignation. Such resignation shall be effective upon its presentation to the Board of Directors.

(e) Any Director may be suspended by the Board for a period of time or be expelled for cause, such as, excessive absences; violation of any of the bylaws or rules of the Corporation. Such suspension and the period thereof, or expulsion, shall be imposed only by the unanimous vote of the full membership of the Board of Directors, with the exception of the vote of the person proposed for suspension or expulsion. At least ten days before a vote may be taken for the suspension or expulsion of a Director, a statement of the charges against him/her and a notice of the time and place where the Board of Directors propose to take action must be sent to such Director by certified mail at his/her last recorded address; such Director shall be given an opportunity to present a defense at the time and place mentioned in the aforesaid notice. Such expulsion or suspension shall be effective immediately upon the recording of the required affirmative vote thereon by the Board of Directors.

SECTION 6. VACANCIES

In the event of death, resignation or other failure of a member to continue a membership as a faculty member, Administrator or member of the student body of The College of Staten Island, the vacancy thereby created in a position on the Board of Directors shall be filled as follows:
a. Student members

The unexpired term of a student member of the Board of Directors shall be filled by alternates elected at regular and special student elections. Alternates are those individuals who run for but are not elected to positions on the Corporation during regular elections. They shall be eligible to fill vacancies by the number of votes received in descending order. In the absence of an alternate the remaining student members on the Corporation shall fill the vacancy after appropriate publicity.

b. Faculty members

The unexpired term of the position of a faculty member of the Board of Directors shall be filled by appointment by the President of The College from a panel composed of four Faculty elected by the membership of the College Council. If a full panel does not exist, the President shall fill the vacancy by appointment.

c. Administrators

The unexpired term of the position of an Administrator of the Board of Directors shall be filled by appointment by the President of The College.

SECTION 7. EFFECT OF TERMINATION OR OF SUSPENSION

The rights of any person as a Director of this Corporation including his/her right to vote, shall cease immediately upon his/her termination or upon his/her suspension for the period of suspension.

SECTION 8. VOTING RIGHT

Each Director shall have the right to one vote. Abstentions and absences shall not be counted as negative votes.

SECTION 9. COMPENSATION

No Director shall receive any compensation from the Corporation for services performed in his/her official capacity. Directors shall be reimbursed for reasonable expenses incurred in the performances of official duties, subject to approval of the Board of Directors.

SECTION 10. ASSESSMENTS

The Board of Directors shall have no power to impose any liability or assessment upon any Director.

SECTION 11. REPORTS

Pursuant to the University Bylaws, the auxiliary enterprise board shall be responsible for the full disclosure of all financial information to the Board membership, to The College and to the student government with respect to auxiliary enterprises. Certified independent audits performed by a public auditing firm shall be conducted at least once a year.

The Board of Directors of the Corporation shall also comply with the requirements of section 519, or any successor provision of the New York State Not-For-Profit Corporation Law relating to the annual report of directors.

SECTION 12. INDEMNIFICATION

In accordance with the provisions of section 723, or any successor provisions of the New York State Not-For-Profit Corporation Law, the Corporation shall indemnify any officer and/or director made, or threatened to be made, a party to an action or proceeding, with the exceptions provided by section 723 or any successor provisions of the Laws of New York, against judgements, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action or proceeding, or any appeal therein, if such director or officer acted in good faith for a purpose which he/she reasonably believed to be in, or, in the case of service for any other corporation or any partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the Corporation and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his/her conduct was unlawful.
SECTION 13. INSURANCE

In accordance with section 727 and any successor provisions of the New York State Not-For-Profit Law, the Corporation may secure and maintain insurance for the following purposes:

1. To indemnify the Corporation for any obligation which it incurs as a result of the indemnification of directors and officers under the provisions of the Not-For-Profit Corporation Law; and

2. To indemnify directors and officers in instances in which they may be indemnified by the Corporation under the provisions of the New York State Not-For-Profit Corporation Law; and

3. To indemnify directors and officers in instances in which they may not otherwise be indemnified by the Corporation under the New York State Not-For-Profit Corporation Law provided that the contract of insurance covering such directors and officers provides, in a manner acceptable to the Superintendent of Insurance, for a retention amount and for co-insurance.

The limits, retention amounts, and co-insurance provisions of such insurance coverage shall be determined by the Board of Directors, subject to such restrictions as may be imposed by the New York Superintendent of Insurance.

At the organizational meeting of the Board of Directors, a statement shall be distributed in respect to any insurance it has purchased or renewed, specifying the insurance carrier, date of the contract, cost of the insurance, corporation positions insured, and a statement explaining all sums, not previously reported, paid under any indemnification insurance contract.

SECTION 14. TERM OF OFFICE

Except as otherwise provided for in these bylaw, the term of office of the Directors shall be September 1 to August 31. In the event that a person is not elected or designated to fill a position on the Board of Directors the incumbent in that category will continue to serve until a replacement is properly elected or, appointed if the incumbent satisfies the requirements of the category.

SECTION 15. ACTION BY THE BOARD

A. Except as otherwise provided in these Bylaws, any reference to corporate action to be taken by the Board shall mean such action at a meeting of the Board.

B. Except as otherwise provided in these bylaws, the vote of a majority of the directors present at the time of the vote, if a quorum is present at such time, shall be the act of the Board.

C. Except as otherwise provided in these bylaws, directors shall only vote in person.

D. No portion of these Bylaws shall be construed as to allow for the use of proxies.

ARTICLE III
MEETINGS OF THE BOARD OF DIRECTORS

SECTION 1. STATED MEETINGS

Meetings may be either annual, regular or special.

(a) Annual Meeting

The annual meeting of the Board of Directors shall be held on the third Wednesday of October of each year. The Board shall report to the College community the holdings of the corporation, the financial statement of its several auxiliary enterprises, its utilization of funds during the past fiscal year, and its fiscal plans for the then current year. The annual meeting shall be open to all members of the college community who shall have the right to speak to the reports and proposals presented by the Board. If the day designated for the annual meeting falls upon a legal holiday or when the College is not in session, the meeting shall be held on the next succeeding day that is not a legal holiday, when the college is in session. Written notice of such meeting, signed by an officer, shall be sent by certified mail, return receipt requested, to each person who, at the time such notice is given, appears to be a person who will be entitled to vote as a Director at such meeting. Said notice shall be sent at least 10 days prior to the scheduled
meeting. It shall be director to each Director of the Corporation at her/his address as it appears on the records of the Corporation. Such notices shall state the place, date, time and purpose of the meeting.

If a quorum is not present at the scheduled time of the meeting, or if an emergency condition exists that makes it inadvisable to conduct the meeting as planned, the presiding officer shall reschedule the meeting so that it will take place within a month of the date previously stated.

(b) Regular Meeting

The time and place for holding regular meetings of the Board shall be fixed by the Board of Directors. Such meetings shall be open to all members of the college community.

(c) Special Meetings

A special meeting may be called at any time by the President of the Corporation or by any Director upon written demand of not less than a majority of the Board of Directors. Special meetings of the Board of Directors shall be held upon notice to all members of the Board of Directors.

SECTION 2. NOTICE OF MEETINGS OF THE BOARD OF DIRECTORS

Notice of regular meetings of the Board of Directors shall be sent to all members of the Board using any and all means available. Special meetings of the Board of Directors shall be held upon notice to the Board of Directors using any and all means available.

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of any adjournment of a meeting of the Board of Directors to another time or place shall be given to the Directors who were not present at the time of the adjournment and, unless such time and place are announced at the meeting, to the other Directors.

SECTION 3. DEFINITION OF THE TERM MEETING

Meetings shall be either regular, annual or special, as defined in Section 1. No assemblage of Directors which is not called in conformity with these sections will be considered as a meeting for the purpose underlying any provision of these Bylaws.

SECTION 4. ACTION OF THE BOARD OF DIRECTORS WITHOUT A MEETING

Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

SECTION 5. MEETING OF MEMBERS OF THE BOARD BY CONFERENCE TELEPHONE

Any one or more members of the Board or any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

SECTION 6. WAIVER

Notwithstanding the notice provisions of any of the foregoing sections, a meeting of the Board may be held at any time and at any place, and action may be taken except for the amendment of these Bylaws if notice thereof be waived in writing by six (6) Directors.

SECTION 7. QUORUM

The presence in person of five (5) Directors shall be necessary to constitute a quorum for the transaction of any business at any meeting. Said quorum must be present at the time each action is taken, if said action is to be sustained. If a quorum be not present, the presiding officer may adjourn the meeting to a time fixed by him/her and written notice of such convened time shall be given by the Secretary to all Directors who were absent. Said written notice shall be given at least two days before the convened time of the meeting.
SECTION 8. ORDER OF BUSINESS

The order of all meetings of the Board of Directors may be as follows:

1. Roll Call
2. Reading and approval of minutes of last meeting
3. Reports of officers
4. Reports of committees
5. Election of Directors
6. Unfinished business
7. New business
8. Adjournment

ARTICLE IV.
OFFICERS OF THE CORPORATION

SECTION 1. OFFICERS

The Officers of the Corporation shall consist of (1) the President, (2) A Vice President, (3) A Secretary, (4) A Treasurer.

SECTION 2. PRESIDENT

The President of the College or his/her Designee shall be the President of the Corporation and Chairperson of the Board and of the Budget and Contract Committee. The President of the Corporation shall be the chief executive officer of the Corporation and shall preside at all meetings of the Board of Directors, the Executive Committee, and the Budget and Contract Committee. He shall sign and execute, in the name and on behalf of the Corporation, documents required to be executed by the Corporation and shall perform such other duties as requested by the Board of Directors or as are generally incidental to the office.

SECTION 3. VICE PRESIDENT

The Board of Directors shall elect one of the members of the Board as Vice President of the Corporation. He/she shall perform the duties of the Office of the President in case of the death, absence or inability of the President to act. He/she shall perform such other duties as requested by the President or the Board of Directors.

SECTION 4. SECRETARY

The Board of Directors shall elect one of its members as Secretary of the Corporation and Board of Directors. He/she shall keep the Seal and official records of the Corporation and shall, when necessary, attest to the official acts of the President, Board of Directors, and the Corporation. Whenever a person is elected or appointed to the membership on the Board of Directors, the Secretary shall immediately notify such person, in writing of his/her membership in the Corporation. The Secretary shall be responsible for communicating all official acts of the Corporation and, the Board of Directors, to all concerned; shall send out notices of all meetings; shall preside at all meetings when the President and Vice President are absent; and shall perform such other duties as requested by the President or Board of Directors.

SECTION 5. TREASURER

The Board of Directors shall elect one of its members Treasurer of the Corporation. He/she shall be the business and fiscal officer of the Corporation. He/she shall perform such other duties as requested by the President or Board of Directors.
SECTION 6. TERM OF OFFICE

The officers of the Board of Directors shall be appointed for a term of one year (September 1 to August 31) but shall each continue in office, if otherwise qualified until his/her successor has been duly appointed and qualified.

SECTION 7. COMPENSATION

No officer shall receive any compensation from the Corporation for services performed in his/her official capacity but officers shall be reimbursed for reasonable expenses incurred in the performance of official duties, subject to approval of the Board of Directors.

SECTION 8. CORRESPONDING SECRETARY

The Board of Directors may select a Corresponding Secretary who shall not be a Director of the Corporation. The Corresponding Secretary shall serve at the pleasure of the Board of Directors. He/she shall at the request of any officer of the Board of Directors, typewrite and mail notices, letters and other correspondence incidental to the business of the Corporation. The Corresponding Secretary may be compensated for services performed.

SECTION 9. VACANCIES

A vacancy in any office shall be filled for the unexpired term of election as prescribed in Article IV, Sections 2 through 5 but only after any vacancy occurring on the Board of Directors has been filled.

ARTICLE V.
THE EXECUTIVE COMMITTEE

SECTION 1. COMPOSITION

The officers of the Corporation shall constitute the Executive Committee, and such additional Board members to comprise a committee which has one less student then the number of faculty and administrators.

SECTION 2. DUTIES AND RESPONSIBILITIES

The Executive Committee may act on behalf of the Board of Directors in emergencies and at such times as summer vacations, when it may be impossible to convene the Board of Directors. The Executive Committee shall have all the authority, responsibility, rights and privileges as those vested in the Board of Directors when acting on behalf of the Board. However, all actions must be ratified by the Board of Directors at its next meeting.

ARTICLE VI.
BUDGET AND CONTRACT COMMITTEES

SECTION 1. DUTIES AND RESPONSIBILITIES

The budget and contract committee shall be empowered to develop all contract and budget allocation proposals.

SECTION 2. COMPOSITION

The Board of Directors shall act as the budget and contract committee.

ARTICLE VII.
STANDING COMMITTEES

There shall be a standing committee for each of the auxiliary services.

SECTION 1. FOOD SERVICES COMMITTEE

(a) Purpose- The role of Food Services Committee is to advise the Board of Directors on the quality of service and make recommendations on such matters as the awarding of contracts, hours of operation, and related matters.

(b) Membership- There shall be a committee, appointed by the Board of Directors, from the following groups: Student, Instructional Staff, Administrators, Gittlesons, Building and Grounds, after consultation with the respective constituencies.
(c) **Term of Office** - The term of office shall be for one year – September 1 through August 31.

(d) **Vacancies** - The Board of Directors shall fill any vacancies that may occur, from the group in which the vacancy occurred.

**SECTION 2. THE BOOKSTORE COMMITTEE**

(a) **Purpose** - The role of this committee is to advise and make recommendations to the Board of Directors on the quality of service, methods of providing service, hours of operation, and related matters.

(b) **Membership** - There shall be a committee drawn from the Instructional Staff, Administration, and Students and appointed by the Board of Directors after consultation with these constituencies.

(c) **Term of Office** - The term of office shall be for one year – September 1 through August 31.

(d) **Vacancies** - The Board of Directors shall fill any vacancies that may occur, from the group in which the vacancy occurred.

**SECTION 2. THE COMMITTEE ON PARKING**

(a) **Purpose** - The role of this committee is to advise and recommend to the Board of Directors, how best to utilize the parking areas, fees to be charged, priorities to be established and related matters.

(b) **Membership** - There shall be a committee appointed by the Board of Directors and drawn from the following groups:

1. Students
2. Instructional Staff
3. Gittlesons
4. Administration

after consultation with the various constituencies.

(c) **Term of Office** - The term of office shall be one year – September 1 through August 31.

(d) **Vacancies** - The Board of Directors shall fill any vacancies that may occur, from the group in which the vacancy occurred.

**ARTICLE VIII. EMPLOYEES OF THE CORPORATION**

The Board of Directors shall employ the necessary staff to perform the functions of the Corporation.

**ARTICLE IX. ASSETS AND FUNDS**

**SECTION 1. FISCAL YEAR**

The Fiscal Year shall be July 1 through June 30.

**SECTION 2. OWNERSHIP**

No Director, officer or employee of the Corporation shall have any right, title or interest in any of the assets and funds of the Corporation; all assets and funds of the Corporation shall be owned exclusively by the Corporation.

**SECTION 3. SOURCES**

The Corporation's funds and assets shall derive from the charges made by the several auxiliary services that it administers. It may accept other monies properly related to such functions and monies for the support of scholarships. The Corporation shall neither hold nor administer monies derived from the student activity fee. Its auxiliary enterprises may enter into contract with various groups or the general student body for services traditionally
supplied such as those for commencement, convocations, refreshments, receptions, subject to the approval of the Board of Directors.

SECTION 4. DISPOSITION

All funds of the Corporation shall be deposited in an account or accounts in the name of the Corporation in a bank or banks designated by the Board and shall be used solely to pay the proper expenses of the Corporation. Funds shall be withdrawn from such bank account or accounts only upon written authorization and signature of the Treasurer and President of the Corporation or upon written authorization and signature of such other persons as the Board of Directors shall designate by resolution. (Two signatures are required.)

Any funds or other assets of the Corporation which, in the judgement of the Board, shall not immediately be required to effect the purposes of the Corporation may be invested, and/or reinvested in such securities, real estate, or other investment as in the judgement of the Board of Directors is sound and proper.

SECTION 5. EXAMINATION AND AUDITS

All books, records, and accounts of the Corporation shall be subject to examination and audit by the Comptroller of the State of New York, the Comptroller of the City of New York, the Central Office of City University of New York, the Treasurer of the Corporation, or the College at any time. The books and records of the Corporation will be made available to independent CPA auditors as decided upon by the Board of Directors. All books and records of all accounts of the Corporation shall be open to inspection by the Board of Directors on written notice given three working days in advance.

SECTION 6. DISSOLUTION

In case of dissolution of the Corporation, the assets remaining after payment of its just debts and obligations shall be transferred to the City University of New York or to other non-profit organization or organizations in accordance with the Certificate of Incorporation.

ARTICLE X
AMENDMENTS

SECTION 1. PROCEDURE

These Bylaws may be amended only at a duly held annual, special or regular meeting of the Corporation by vote, in person of eight (8) members of the full membership of the Corporation at such a meeting, provided that the proposed amendment has been fully stated in the notice of the meeting, given 10 days in advance. These Bylaws shall conform with the Certificate of Incorporation of the College of Staten Island Auxiliary Services Corporation, Inc. as well as with the laws of the City, State and Nation, and the Bylaws and resolutions of the Board of Trustees, and the policies, regulations, and orders of the College. All amendments must be approved by the President of the College and by the Board of Trustees of the City University.

ARTICLE XI
RULES OF ORDER

The presiding officer shall be responsible for interpreting and enforcing all the provisions of these Bylaws. He may be overruled in his interpretation by eight votes of the membership. Questions and Rules of Order not specifically provided for in these Bylaws shall be governed by Robert’s Rules of Order, the latest edition.

ARTICLE XII
MISCELLANEOUS

SECTION 1. ORGANIZATIONAL MEETINGS

Within one (1) month of the final approval and the completion of the official filing of these Bylaws, or any revision thereof, the interim President of the Corporation or in his/her absence the interim Treasurer, shall call a special meeting for the purpose of organizing the Corporation in accordance with the principles contained herein.

Approved by the Board of Trustees on October 22, 1984, Cal. No. 5.A, and amended on May 28, 2002, Cal. No. 9.A.