

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

HELD

JANUARY 28, 2002

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

The Vice Chairperson called the meeting to order at 4:34 P.M.

There were present:

Benno C. Schmidt, Jr., Vice Chairman

**Satish K. Babbar
John J. Calandra
Wellington Z. Chen
Kenneth E. Cook
Alfred B. Curtis, Jr.**

**Randy M. Mastro
John Morning
Kathleen M. Pesile
George J. Rios
Jeffrey S. Wiesenfeld**

Richard N. Lawrence, ex officio

Bernard Sohmer, ex officio

**Secretary Genevieve Mullin
Frederick P. Schaffer, General Counsel and Vice Chancellor for Legal Affairs
Hourig Messerlian, Executive Assistant
Kisha Fuentes
Towanda Washington**

**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 Marlene Springer
President Carolyn G. Williams
President Gregory H. Williams
Dean Kristin Booth Glen
Dean Stanford A. Roman, Jr.
Vice Chancellor Jay Hershenson
Vice Chancellor Otis O. Hill
Vice Chancellor Emma E. Macari
Vice Chancellor Brenda Richardson Malone
Budget Director Ernesto Malave**

The absence of Trustees Joseph J. Lhota and Nilda Soto Ruiz 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 gives the public opportunities to observe the work of the Board and the University.

B. BOARD OF TRUSTEES' ALBANY TRIP: Vice Chairman Schmidt announced that the Board of Trustees will be visiting Albany to meet with lawmakers on Monday, March 11 and Tuesday, March 12 and will be accompanied by a delegation from the Chancellor's office and a group of presidents. I believe all Trustees have already received a memo outlining our itinerary, which includes a reception for members of the Legislature and meetings with representatives both of the Governor and the Legislature. Please let Secretary Mullin know whether you can join us. Your availability to participate is greatly appreciated because this is an important activity for the Board and for CUNY generally, and gives us an opportunity, especially timely this year, to try to advance the interests of the University.

C. PRESIDENTS AND FACULTY HONORS: Vice Chairman Schmidt called on **Trustee Curtis**, who announced the following:

1. **Dr. Frances Degen Horowitz**, President of **The Graduate Center**, has been invited to serve as Chair of the National Advisory Board, Office of Child Development, at the University of Pittsburgh.

2. **Dr. Edison O. Jackson**, President of **Medgar Evers College**, has been appointed to serve as a member of the New York City Board of Education.

At this point, **Trustee John Calandra** joined the meeting.

3. **Dr. Christoph M. Kimmich**, President of **Brooklyn College**, was awarded the "Order of Merit of the Republic of Hungary, Commander's Cross," in recognition of his work as an historian and scholar, and for his accomplishments in connection with the preparation and publication of the series "Atlantic Studies on Society and Change," which served to disseminate abroad the history, society, culture, and economic development of Hungary.

4. **Dr. Gerard Lowen**, a Professor Emeritus in **City College's School of Engineering**, has received the Dedicated Service Award from the American Society of Mechanical Engineers. Prof. Lowen was honored for his outstanding performance, demonstrated effective leadership, prolonged and committed service, devotion, enthusiasm, and faithfulness.

5. **Dr. Robert R. Alfano**, Distinguished Professor of Science and Engineering at **City College**, has been named the recipient of the Coherent-Biophotonics Lifetime Achievement Award in Biomedical Optics of the Society of Photo-Instrumentation Engineers for his contributions to photonics research in the biomedical field.

6. **Georgia McGill**, Assistant Professor of Speech Communication and Theatre Arts at **Queensborough Community College**, was named Chair of Playwriting for the Region II Kennedy Center/American College Theatre Festival, a national organization sponsored by the Kennedy Center for the Performing Arts in Washington, D.C.

7. **Dr. Luis Vargas**, substitute Assistant Professor of Chemistry at **Queensborough Community College**, has been elected Chair-elect for the year 2002, and Chair for the year 2003, of the American Chemical Society, Long Island Section.

8. **Kathleen Gover**, Associate Dean of Undergraduate Studies at **Brooklyn College**, was selected by the National Resource Center for the First-Year Experience and Students in Transition, as one of this year's ten Outstanding First-Year Student Advocates. **Dean Gover** was chosen from a group of 115 national educators for her exemplary leadership and vision as the Director of **Brooklyn College's** highly successful Freshman Year College. This program combines block programming, faculty development, accelerated summer programs, student support services, and high school and community outreach to facilities in the transition to college.

D. STUDENT, ALUMNI, AND COLLEGE HONORS: Vice Chairman Schmidt called on Trustee Pesile, who announced the following:

1. **Brooklyn College** film student **King Wai Cheung's** short film, *Farewell to Hong Kong*, was selected to be presented at the 2002 Sundance Film Festival this month. **Mr. Cheung's** film is among only 79 short films selected from 2,100 entries submitted from the United States and abroad. Considered as one of the preeminent film festivals in the world, this is an extraordinary accomplishment for a student and a distinct honor for the College and the film department.

At this point, Trustee Kenneth Cook joined the meeting.

2. **Truman Lofton, Howard Collado, Kristina Lomboy, and David Holliday**, students in the Speech Communication and Theatre Arts Department at **Queensborough Community College**, were selected for the semi-finals of the Irene Ryan Scholarship Competition at the Region II Kennedy Center/American College, Theatre Festival at Carnegie Mellon University. This accomplishment was all the more significant because these students competed among those from BFA conservatories and MFA programs.

3. **Tyler C. Gore**, a 1996, cum laude graduate of **City College**, was awarded a Fulbright grant for the 2001-2002 academic year to research and write fiction in Hungary.

4. **Brooklyn College** was awarded the "2001 Educators of Distinction Gold Medal Achievement Award," from Saludos Hispanos in recognition of the College's commitment to providing high standards of education, career planning and counseling to serve its Hispanic students. Saludos Hispanos is a 30-year old organization dedicated to increasing opportunities for Hispanics through education and career development.

At this point, Trustee Randy Mastro joined the meeting.

E. 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 November 19, 2001 Board meeting.

BOROUGH OF MANHATTAN COMMUNITY COLLEGE

A. \$191,500 **NY STATE EDUCATION DEPARTMENT** to Rumayor, S., for "Liberty Partnerships."

BROOKLYN COLLEGE

A. \$106,999 **NATIONAL SCIENCE FOUNDATION** to Reber, A., Psychology, for "Fine Tuning the Timing in the Sequential Time Task."

THE GRADUATE SCHOOL AND UNIVERSITY CENTER

A. \$597,780 **NSF** to Flugman, B., for "A Follow-up Summative Evaluation of the New York City Collaborative for Excellence in Teacher Preparation."

B. \$502,535 **THE SPENCER FOUNDATION** to Fine, M. and Daiute, C., for "Social Justice and Development: An Interdisciplinary Concentration in Educational Studies."

C. \$477,317 **FIPSE** to Zimmerman, B. and Hudesman, J., for "A Comprehensive Cognitive Skills Academy for Associate Degree Freshmen."

D. \$325,000 **NIH** to Gabor, H., for "Image Processing in Biological 3D Electron Microscopy."

E. \$247,115 **U.S. DEPARTMENT OF EDUCATION** to Stickney, B., for "McNair Post-Baccalaureate Achievement."

F. \$212,500 **NIH** to Gabor, H., for "Image Processing in Biological 3D Electron Microscopy."

- G. \$200,000 **FORD FOUNDATION** to McCarthy, K., for "Patterns of Giving in Communities of Color and Among Women."
- H. \$189,000 **PRIVATE INDUSTRY COUNCIL** to Brown, T., for "The New York City Information Technology Project."
- I. \$164,000 **THE ANDREW W. MELLON FOUNDATION** to MacKenzie, B., for "Support for RILM."
- J. \$144,000 **THE RACOLIN FOUNDATION** to Martinsons, B., for "The Community and College Fellowships Re-entry Program for Ex-offenders." [Increase]
- K. \$126,747 **U.S. DEPARTMENT OF EDUCATION** to Ehri, L., for "Application Guided Repeated Oral Reading of Text: Effects of Word Enrichment for Struggling Readers."
- L. \$120,900 **THE SPENCER FOUNDATION** to Daiute, C. and Fine, M., for "Social Justice and Social Development: An Interdisciplinary Concentration in Educational Studies."

HUNTER COLLEGE

- A. \$1,520,768 **PHS/NIH/NATIONAL INSTITUTE OF NEUROLOGICAL DISORDERS & STROKE** to Filbin, M., Biological Sciences, Angulo, J., Biological Sciences, and Quinones-Jenab, V., Psychology, for "Specialized Neuroscience Research Program (SNRP)."
- B. \$1,467,085 **PHS/NIH/DIVISION OF RESEARCH RESOURCES** to Rabb, J., President, and Dottin, R., Biological Sciences, for "Research Center in Minority Institutions: Center for Gene Structure and Function."
- C. \$837,700 **PHS/NIH/NATIONAL INSTITUTE ON ALCOHOL ABUSE & ALCOHOLISM** to Parsons, J., Psychology, for "Adherence Intervention for HIV+ Alcohol Users."
- D. \$800,000 **HHS/ADMINISTRATION FOR CHILDREN AND FAMILIES (ACF)** to Leashore, B. and Mallon, G., School of Social Work, for "National Center for Permanency Planning."
- E. \$609,064 **PHS/NIH/NATIONAL INSTITUTE ON DRUG ABUSE** to Barr, G., Psychology, and Angulo, J., Biological Sciences, for "Minority Institution Drug Abuse Research Program (MIDARP)."
- F. \$400,000 **NEW YORK CITY HUMAN RESOURCES ADMINISTRATION** to Kotelchuck, D. and Outwater, T., Center for Occupational & Environmental Health, for "Needed at Home for Asthma Project."
- G. \$300,000 **U.S. DEPARTMENT OF ENERGY** to Matsui, H., Chemistry, for "Protein Nanotube-based Electronics: Nano Hybrid Self Assembly Using Biological Recognitions."
- H. \$295,338 **PROJECT RETURN FOUNDATION** to Savage, A., School of Social Work, for "Study of Women & Violence with Co-Occurring Substance Abuse & Mental Health Disorders."
- I. \$286,487 **NEW YORK CITY HOUSING AUTHORITY** to Outwater, T. and Kotelchuck, D., Center for Occupational & Environmental Health, for "Pre-Apprenticeship Environmental Training Program in Environmental Clean-up/Remediation for 100 NYCHA Residents."
- J. \$162,530 **RESEARCH FOUNDATION OF SUNY/NYS OFFICE OF CHILDREN & FAMILY SERVICES** to Leashore, B., School of Social Work, for "New York City Social Work Education Consortium Project."
- K. \$153,667 **MEDICAL & HEALTH RESEARCH ASSOCIATION OF NEW YORK CITY, INC.** to Melly, J., Center for AIDS, Drugs & Community Health, for "Technical Assistance/Capacity Building of Ten Community-Based Agencies; Case History Study: Prevention Case Management."
- L. \$150,000 **DOD/AIR FORCE** to Den Boer, M. and Greenbaum, S., Physics & Astronomy, for "Instrumentation for Structural Determination Using X-ray Scattering and Absorption."
- M. \$105,000 **DOD/AIR FORCE OFFICE OF SCIENTIFIC RESEARCH** to Greenbaum, S., Physics &

Astronomy, for "Solid State NMR Studies of Polymer Nanocomposites."

- N. \$102,407 **NEW YORK CITY DEPARTMENT OF ENVIRONMENTAL PROTECTION** to Grande, A., Geography, for "GIS Services for the Bureau of Water Supply's Division of Watershed Lands and Community Planning."
- O. \$100,000 **ROCKEFELLER FOUNDATION** to Pedraza, P., Centro de Estudios Puertorriquenos, for "National Latino Education Research Agenda Project."

JOHN JAY COLLEGE OF CRIMINAL JUSTICE

- A. \$400,000 **U.S. DEPARTMENT OF JUSTICE** to Smith, L., Criminal Justice Research & Evaluation Center, for "COPS Training and Technical Assistance Award from the Office of Community Oriented Policing Services."
- B. \$220,000 **CENTRAL STATE UNIVERSITY OFFICE OF MINORITY HEALTH** to Barrios, L., Puerto Rican Studies, for "Family Life Center for the 2001-2002 Fiscal Year."

LAGUARDIA COMMUNITY COLLEGE

- A. \$1,519,988 **U.S. DEPARTMENT OF EDUCATION** to Kahn, A. and Patterson, M., Academic Affairs Division, for "Queens Gear Up Project (Year 3)."
- B. \$1,302,712 **NYC DEPARTMENT OF CORRECTIONS** to Cyril, J., Adult and Continuing Education Division, for "Inmate Education Program."
- C. \$647,990 **U.S. NATIONAL INSTITUTES OF HEALTH** to Wu, C., Academic Affairs Division, for "Bridges to the Future Program."
- D. \$568,098 **NYS DEPARTMENT OF EDUCATION (WORKFORCE INVESTMENT ACT)** to Dick, M., Adult and Continuing Education Division, for "The NYCALI and GED Testing Center."
- E. \$475,106 **NYS EDUCATION DEPARTMENT** to Kurien, S., Adult and Continuing Education Division, for "Edge Plus Eli Program."
- F. \$472,958 **U.S. DEPARTMENT OF EDUCATION (TITLE V)** to Arcario, P., Academic Affairs Division, for "Strengthening Institutions – Hispanic Serving Institutions (Year 3)."
- G. \$370,000 **NYS EDUCATION DEPARTMENT (VATEA)** to Zaritsky, J., Academic Affairs Division, for "Supplemental Academic Support for Selected Majors."
- H. \$320,000 **NYS DEPARTMENT OF EMPLOYMENT** to Watson, S., Adult and Continuing Education Division, for "In-School Youth Program."
- I. \$317,500 **U.S. DEPARTMENT OF EDUCATION (TITLE V)** to Arcario, P., Academic Affairs Division, for "Developing Hispanic Serving Institutions Program (Year 1)."
- J. \$311,469 **NYS EDUCATION DEPARTMENT (VATEA)** to Gazzola, J., Student Affairs and Enrollment Management Division, for "The Response Center."
- K. \$261,318 **NYS EDUCATION DEPARTMENT (VATEA)** to VanSlyck, P., Academic Affairs Division, for "The Creation of a Professional Development Center."
- L. \$255,500 **NYS EDUCATION DEPARTMENT** to Galvin, S., Academic Affairs Division, for "Liberty Partnership Program."
- M. \$253,567 **U.S. DEPARTMENT OF EDUCATION (FIPSE)** to Arcario, P., Academic Affairs Division, for "e-Transfer Program."
- N. \$215,787 **NYS DEPARTMENT OF LABOR** to Watson, S., Adult and Continuing Education Division, for "The Senior Green Team."

- O. \$193,000 **FORD FOUNDATION** to Hoffacker, B., Academic Affairs Division, for "Accelerated Performance Schools Program."
- P. \$174,941 **U.S. DEPARTMENT OF EDUCATION** to Kahn, A., Academic Affairs Division, for "The ESL Academy."
- Q. \$157,813 **U.S. DEPARTMENT OF EDUCATION** to Kranis, J., Adult and Continuing Education Division, for "Interpreter Education Project."
- R. \$150,389 **NYS EDUCATION DEPARTMENT** to Dick, M., Adult and Continuing Education Division, for "Adult Literacy (NYCALI) Program."
- S. \$144,076 **NYS DEPARTMENT OF LABOR** to Watson, S., Adult and Continuing Education Division, for "Project Achieve."

HERBERT H. LEHMAN COLLEGE

- A. \$2,322,005 **NATIONAL INSTITUTES OF HEALTH** to Swartz, K. B., for "Minority Biomedical Research Support for Continuous Research Excellence at Lehman College."
- B. \$1,681,600 **U.S. DEPARTMENT OF EDUCATION** to Saravia-Shore, M., for "Bronx Educational Alliance – GEAR UP."
- C. \$475,000 **U.S. DEPARTMENT OF EDUCATION** to Kreuzer, P., for "Title V – Developing Hispanic Serving Institutions Program."
- D. \$394,812 **U.S. DEPARTMENT OF EDUCATION** to Rothstein, A. L., for "Urban Teacher Recruitment: Corridors to Teaching Careers."
- E. \$300,000 **U.S. DEPARTMENT OF AGRICULTURE** to Kennelly, E. J., for "Biological Sciences Computer Technology Laboratory."
- F. \$250,000 **U.S. DEPARTMENT OF EDUCATION** to Martinez, H., for "Project Intell."
- G. \$249,999 **U.S. DEPARTMENT OF EDUCATION** to Rothstein, A. L., for "Lehman Urban Teacher Education."
- H. \$220,972 **U.S. DEPARTMENT OF EDUCATION** to Rodriguez, M. V., for "Para-Educator Pathways to Teaching Careers."
- I. \$123,988 **NATIONAL SCIENCE FOUNDATION** to St. John, K., for "Exploring the Tree of Life."

MEDGAR EVERS COLLEGE

- A. \$659,358 **NEW YORK STATE EDUCATION DEPARTMENT** to Withers, D., Office of Institutional Assessment and Accountability, for "VATEA Program."
- B. \$491,302 **UNITED STATES DEPARTMENT OF EDUCATION** to Oliver, E. T., School of Continuing Education and External Programs, for "GEAR UP Program."
- C. \$400,000 **NEW YORK CITY DEPARTMENT OF YOUTH AND COMMUNITY DEVELOPMENT** to Oliver, E. T., School of Continuing Education and External Programs, for "Flatbush Beacon Center Program."
- D. \$268,305 **UNITED STATES DEPARTMENT OF EDUCATION** to Heusner, W., School of Continuing Education and External Programs, for "Talent Search Program."
- E. \$245,500 **NEW YORK STATE EDUCATION DEPARTMENT** to Shujaa, M., School of Liberal Arts and Education, for "Liberty Partnership Program."
- F. \$198,582 **UNITED STATES DEPARTMENT OF EDUCATION** to Oliver, E. T., School of Continuing Education and External Programs, for "Student Support Services Program."

- G. \$147,222 **UNITED STATES DEPARTMENT OF EDUCATION** to Movasseghi, D. and Nagarakatte, U., Mathematics Department, for "Minority Science Improvement Project in Mathematics."
- H. \$105,277 **NEW YORK CITY DEPARTMENT OF YOUTH AND COMMUNITY DEVELOPMENT** to Oliver, E. T., School of Continuing Education and External Programs, for "Youth Development Initiative."

NEW YORK CITY TECHNICAL COLLEGE

- A. \$267,400 **U.S. DEPARTMENT OF EDUCATION (TITLE V)** to LaPerla, J., for "Developing Hispanic-Serving Institutions Program."
- B. \$156,000 **U.S. DEPARTMENT OF EDUCATION (FIPSE)** to Hudesman, J., for "Comprehensive Freshman Year Program."

QUEENS COLLEGE

- A. \$5,165,390 **PAPER, ALLIED-INDUSTRIAL, CHEMICAL AND ENERGY WORKERS INTERNATIONAL UNION (PACE)** to Markowitz, S., Center for the Biology of Natural Systems, for "Medical Surveillance of Former and Current Workers at the Gaseous Diffusion Plants of the Department of Energy."
- B. \$435,463 **THE RESEARCH FOUNDATION OF SUNY/NEW YORK STATE DEPARTMENT OF ENVIRONMENTAL CONSERVATION** to Markowitz, S., Center for the Biology of Natural Systems, for "Childhood Asthma Research and Prevention Initiative."
- C. \$266,263 **PAPER, ALLIED-INDUSTRIAL, CHEMICAL AND ENERGY WORKERS INTERNATIONAL UNION (PACE)** to Markowitz, S., Center for the Biology of Natural Systems, for "Medical Surveillance of Former Workers at the Idaho National Engineering and Environmental Laboratory; Implementation Phase."
- D. \$141,000 **SUNY AT STONY BROOK/NATIONAL SCIENCE FOUNDATION** to Schwarz, S., Physics Department, for "The Garcia Center for Polymers at Engineered Interfaces."
- E. \$102,442 **NATIONAL SCIENCE FOUNDATION** to Genack, A., Physics Department, for "Acquisition of Tunable Narrow-Line Laser for Photonic Band Gap and Disordered Materials Research and Education."

THE COLLEGE OF STATEN ISLAND

- A. \$166,263 **USED/FIPSE** to Ciaccio, L. and Sanders, J., for "The College Skills Institute: The 13th Year."

YORK COLLEGE

- A. \$207,000 **NEW YORK CITY COUNCIL** to Huang, C. T., Academic Computing, for "Upgrade – Student Computer Laboratories."
- B. \$162,500 **NATIONAL AERONAUTICS AND SPACE ADMINISTRATION (NASA)** to Thomas, R. C., Institutional Advancement, and Schlein, J., Natural Sciences, for "Science, Engineering, Mathematics and Aerospace Academy (SEMAA)."

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

1. First, let me indicate that most of our colleges start classes tomorrow and we are seeing a freshman class that began in the fall of 2001 and continues in the Spring, where we have had the highest level of increase in our freshman baccalaureate programs than we have seen in well over a decade. I think that's something that we all ought to be proud and feel wonderful about. This semester brings us a renewed sense of optimism inspired by the resilience of all New Yorkers in meeting the daunting challenges of last year and those before us. We do have much to do and much to overcome, but I believe in this community we have the wisdom and the experience to move forward.
2. I would like to congratulate **President Edison Jackson** on receiving Governor Pataki's award to African American Leaders for Excellence in State Service. Congratulations, **President Jackson**.
3. I also would like to share with you that our esteemed Vice Chancellor and General Counsel, **Rick Schaeffer**, has been named as the chairman of the Legal Aid Society.
4. I had the wonderful privilege this morning of being at the New York Historical Society where we inaugurated the second semester of the **CUNY Honors College**. I am pleased to tell you that the applicant pool is growing and is well over 1,000 students higher than it was last year when we inaugurated the **CUNY Honors College**. These young people who are in their senior year of high school and represent the rich diversity of this great City have extraordinary academic records. This wonderful new institution at **The City University of New York** is off to a roaring beginning. We have raised a fair amount of money from private sources and I imagine we will be raising a lot more in the months ahead. Just being in the company of these young people with their curiosity and their sense of passion for being connected with this great University was a wonderful way to start a morning and a wonderful way to start the week.
5. January begins the budget season for the State and the City. **Vice Chairman Schmidt** and I attended the State of the State Address given by Governor Pataki on January 9, and we made our rounds meeting with the Governor and legislative leaders talking about the University. On January 22, Governor Pataki released his Executive Budget. In your package there is a very brief preliminary analysis that was provided by our budget office. Let me just indicate two things about this budget message.

On the operating side it is essentially the same as last year's, the so-called bare bones budget. We were able to deal with the bare bones budget because we successfully negotiated with both the Governor and the Division of the Budget in doing two things. One was getting the principal of merging, really for the first time in this University in a real substantive way, the operating and capital budgets. This enabled us to capitalize the project staff of individuals working on projects throughout the University and that took some of the burden off of our operating budget as we shifted that burden to the capital budget. The second thing that we were able to negotiate successfully with the Governor and the Division of the Budget was essentially liquidating the CUNY Construction Fund account, which is an account that is fueled in part by tuition dollars that sit in this account for a short period of time and gain some interest revenue that then accumulates over time. It also serves as a way of generating some monies through revenue associated with the positive cash flow of dollars that are placed in that account to serve as debt service on bonds that we float in order to construct our buildings.

We expect to be able to provide these patches for at least another year, absent, of course, of any additional funds that will accrue through the legislative process. Perhaps the year after we will be able to provide patches as well, because we do not think, at least through this lens that I look at, that our budget difficulties are by far over, certainly on the State side. What troubles me about the budget is that it now creates a new base for us that is substantially lower than what we had two years ago and that is going to be continuing. Until we get that base changed, we still are in perilous waters and will have to rely on innovative fixes in order to carry us forward. We just have to keep our eyes fixed on the problem and see the degree to which it can be fixed.

The second area of the budget that needs mentioning is that the Governor has proposed a change in the way TAP is provided for our students. The proposed TAP program will be a two-stage program. Students will get up to two-thirds of their eligible TAP award and not get the remaining amount of money until they graduate. This was done

presumably to increase graduation rates across the State, but it has been met with an outcry from lots of different quarters. We certainly are looking forward to working not only with the Governor but also with the Legislature to see how we can manage this for our students. Certainly for us it is important that students get the full TAP award that they need in order to stay in school and that is something that we have to be very mindful of.

6. I will be testifying in Albany on February 12, before the Assembly Ways and Means and Senate Finance Committees on the impact to CUNY of the Executive Budget. We do have a number of substantive actions that we will be taking including staff briefings in Albany and the use of the CUNY Legislative Action Committee to coordinate district office visits. We do have a Trustees' trip, as **Vice Chairman Schmidt** mentioned, on March 11. We will have a CUNY event at the Black and Hispanic Caucus Conference on February 16. And CUNY's women presidents will meet with women legislators on February 26, to talk about issues particularly of concern to the female population at **City University**. There will be a bunch of other initiatives as well, and I will unfold those as they take greater form.

7. On the City side, again, kudos to our Trustees, our presidents, faculty, students, and our unions working with the Chancellery in helping to greatly modify the proposed 15% cut to our community colleges and in freeing up City capital support. This was a wonderful example of a true collaborative of the constituencies that make up this University and we look forward to using that model again as we face new challenges.

8. In early January, I responded to a request made to me by Deputy Mayor Mark Shaw which detailed what we believe would be the ramifications if a 20% cut were levied on the City's contribution to the operating budget of our community colleges. A 20% cut, needless to say, would change the very basic and founding mission of our community colleges. This request was brought to us as an exercise, but it is a portend certainly of a very difficult budget that we expect to see when Mayor Bloomberg presents his budget in mid-February. We will be mindful of that and certainly keep the Trustees informed of actions taken and opportunities that need to be met.

9. **Vice Chairman Schmidt** and I did have a very productive meeting with Deputy Mayor Dennis Walcott and Senior Advisor Esther Fuchs. It was a candid exchange of views. I can say with a great degree of confidence that both the Deputy Mayor and Esther Fuchs and others in the administration feel a great sense of gratitude for the way in which CUNY is moving. They expressed great support for many of the changes that have occurred at CUNY and look forward to working with us in the months and years ahead as we position this University for things that we hope to receive. While our operating budgets have not been very promising here at the University for some time, certainly we are grateful for the support that we get both at the State and City level.

10. The area quietly that I would call off balance sheet real revenue that I would say for the University is becoming explosively profound, is in the area of training grants contracts that the University has received. There is an individual in the audience who labors quietly but is by far the most successful grant getter in the history of **City University**, having just received a \$25 million contract from HRA followed by a \$15 million contract. And I dare say there is one that is a multiple of the two that I just mentioned, that probably is going to happen soon. I think he needs to be given the kind of recognition for his work in obtaining training grants, literary assistance grants, high school collaboration grants, and grants with the Consortium for Worker Education. It is **John Mogulescu**. Thank you for all the work that you do as University Dean. You make us all proud and it is just really a delight to work with you and we continue to support all of the very good work that you are doing.

11. We have been working tirelessly with FEMA, the organization that is helping to allocate the funds that President Bush allocated for New York State, largely around the loss that we had at Fiterman Hall at **Borough of Manhattan Community College**. This is, again, work that we share with **President Antonio Perez**, who has worked so tirelessly on behalf of his campus and here at the Chancellery. Tomorrow a new school semester starts and at **City College** about 1,200 FTE students that we would not have been able to accommodate at **BMCC** because of the absence of Fiterman Hall, will be accommodated with laboratories and classrooms and a whole set of new facilities that are temporary. This required an enormous amount of effort and an enormous amount of hard diligent work and I would like to point out that **Vice Chancellor Emma Macari** has been so extraordinary in this and we really want to thank her for her work in working with **President Antonio Perez**.

12. Let me conclude with probably the most in-depth part of my presentation tonight. In November of 2001, this Board approved a recommendation that I had made that this University needs to have investment. We have not seen investment in this University in a very long time. No University can expect to be able to meet the challenges that it hopes to meet with an inspired faculty, facilities, laboratories, libraries, equipment, and technology that is up-to-date and up to the tasks that our students deserve, and certainly up to the task that our faculty are able to meet without investment. We must invest in this University and we will work as hard as we can to convince levels of government that public higher education in this City is an important investment to the health of this City. And certainly this University needs its share in that investment.

The Board approved a principle in the budget message that we presented in November that basically said this University needs to start thinking in ways differently than it has in the past with respect to how the University is managed and how we can identify areas of revenue enhancements.

I would like to talk very briefly because we are going through our due diligence now. The presidents have been extraordinary. They have worked hard and thoughtfully. We are going through our consultative processes now in talking with faculty groups. We will be working with the student leadership in the University. Certainly the Board has been informed about a number of these actions and I would like to just lay out some of the very basic themes that I have been thinking about with one particular intention, and that is investing in the core business of this University.

To me the core business in this University is about learning, about teaching, and providing an environment for our faculty to advance the boundaries of knowledge that they are capable of. Without that investment in our core business this University is just not going to be able to move forward. We have to find ways of raising money, of reallocating money, and of generating new revenue from our providers in Albany and at City Hall in order to invest in our core business.

As I think about our master plan and all of the wonderful ideas and great opportunities for our faculty and students, I lament that we don't have the money to actually implement that master plan. This year alone the master plan would have taken about a hundred, \$140 to 150 million in true investment. What we indicated was, given certainly with the enormous problems that we have at the State and the City, that \$100 million would have been terrific if we had it to invest. But we are not going to get \$100 million to invest unless we find a way to provide some of those funds through a bootstrapping approach and through taking a look at certain policies that we have in the University and really looking for efficiencies.

Let me outline for you the process that we are following and where we expect to go. I contacted the presidents and said, "I believe that there are tremendous opportunities to operate our campuses in a more efficient way. Help me as the leaders on your campuses to think of ideas to create those efficiencies," and obviously I had my ideas as well. "Help me also to think about policies that we have in the University that could be used as revenue enhancements."

I asked **President Marlene Springer**, who is the chairperson of the Fiscal Affairs Committee of the Council of Presidents, to serve as my liaison with the presidents in canvassing their ideas and coming forward with ideas that I could react to and then implement here centrally, and for those ideas that would require Board approval, let's think about them and bring them to the Board. We have received wonderful ideas from the presidents in ways of using web based technology on our campuses, of managing energy and procurement much more efficiently, and managing efficiencies here in the central administration more efficiently.

At the end of the day, we have a commitment to raise about \$10 million for next fiscal year just on some minor kinds of tweaking in the University that we think we have costed out and believe we will be able to implement to help support the master plan. That \$10 or \$12 or maybe it is \$15 million, is going to be returned to our campuses to invest in the master plan towards our core business. We are also going to have to look at some policies that we will bring to the Board for their consideration that I don't think were well thought out. I think that they were perhaps implemented with the best of intentions, but the data would suggest overwhelmingly that they were not the most inspired policies.

I think that we have to look at ways of finding dollars through student fees for technology. It is a terrible tragedy that on some of our campuses, students today are not getting access to the very basic technology that I think they are

going to need in order to compete in an economy that requires that certain level of knowledge. Unless we can give campuses dollars to support more of the backbone of computing, more opportunities to hire college lab technicians to work and man college computing labs, we are not going to be able to see these campuses move forward.

Next month we expect to come to the Board with a series of ideas on efficiencies and with undoing some policies to create an opportunity for us to get to about \$45 million, we hope, for next year to invest back into the University. I want to make sure that at the end of the day our students are being given the opportunities on our campuses to achieve their fullest potential, and I believe the way to do that is to invest in our core business through the master plan, and that is going to be our intention as stage one.

Stage two is something that **Senior Vice Chancellor Allan Dobrin** is working very mightily on. Allan was very much helpful to me in presenting the ideas on this first stage. But stage two is really to say why is it that on all of our campuses we are replicating over and over and over again administrative supports that could be done more efficiently, and perhaps be done better and with fewer dollars.

Allan is working with the presidents of **Bronx Community, Hostos Community, and Lehman Colleges** in the Bronx, and with the Dean of our **Law School at Queens** and the President of **Queens College** to come forward with administrative efficiencies in managing those institutions that will save money that we will be able to return to those campuses that they will be able to use as an investment in the life of their institutions and the life of learning. We are going to see if these demonstrations work as well as we think they will.

The third stage is going to be creating a network of clusters of institutions around this University where there is going to be an effort demonstrated in managing the administrative affairs in a much more efficient way than we manage these affairs today, always saying to the campuses that are participating that the money returns to you for use by you, the faculty, and the students in the core business of what this University is about.

As new administrative information systems are developed, we expect to restructure administration networks to gain additional efficiencies and economies of scale by migrating to a more centralized shared service model. That's going to take some time because it is going to require us first to get our administrative information systems up to a level that they are nowhere near operating now and that in its own right is going to require a large investment.

I would end at this point by saying that all of our presidents know that much of their efforts today must necessitate that they spend a considerable amount of their time generating revenue for their campuses. I am delighted to be getting weekly calls from our presidents about major gifts that they are bringing in. They are really showing that they are capable of engaging with their alumni and others to do things not consistent with the culture of this University. It is certainly consistent with mainstream higher education, but at **The City University of New York** it is a relatively new phenomenon that raising money is something that is critically important for our campuses. I have worked with our presidents at the retreat that we had in November and we are following this with a meeting, I believe taking place this week. We are bringing in consultants to assist our presidents to insure that across this University there is a minimal set of architecture in place so that all of our presidents will be able to do some of the very fundamentals of annual gifts and the kinds of things that are needed to create a predictable funding stream each year.

When we get all of those campuses up to speed, and I think we will be able to do that in a quick amount of time, I think your idea **Vice Chairman Schmidt**, about creating a Standing Committee for Development that would ultimately lead to a campaign for CUNY, that you would chair because you have had such an extraordinary record at Yale, probably the best fund raiser in Yale's history. I can't think of anybody better to lead that effort than you and I would look forward to working with you to assist the University as we look for those challenges ahead.

Statement of Vice Chairman Schmidt in response to Chancellor Goldstein's report:

First, thank you for that very informative update and report. I think it is no secret in this room that from the very first days that I began to think about **The City University**, I was struck by my sense of the tremendous great lost opportunity at this University in the general area of attracting private gifts and eleemosynary contributions. That's notwithstanding the notable success that you had at Baruch and many of the presidents around the table have

enjoyed. I take my hat off to all of you. But it is the case, and it seemed quite remarkably so to one such as myself, whose universities of previous acquaintance gave such a high priority to private development as a source of institutional progress. It was rather glaring to me that the culture of CUNY approached that matter rather sporadically and haphazardly, not with the kind of consistency and energy that I think is needed. So, I am very glad to hear you say that you think your work with the presidents is moving us toward the day when we can institutionalize a real culture of development here. I think doing that in the course of launching a major capital campaign for the University is a sound and timely way to go.

Again, in my previous experience, the responsibility of university trustees has included a stewardship of that development effort and, indeed, academic leadership has been viewed as including a responsibility for bringing investment into the university for private gifts and donations and I think there is every reason to believe that CUNY would benefit from moving very strongly in that direction. And so I look forward to working with you and all the members of the Board and, of course, with all the presidents and their academic leadership of the University to plan for a serious capital campaign.

I would be happy if my colleagues on the Board agree that it is a good idea to create a standing Committee of the Board. I think it is entirely appropriate that that Committee should be considered to be an important Committee of the Board. If the Board thinks that I would be a good Chairman of such a committee, I am happy to do it. My suggestion is that I should work with the General Counsel and with the Chancellor and have some informal consultations and that we should come back to you probably toward the end of this academic year with an effective charter for such a Committee and get your reactions and input at that point. At Yale, the senior fellow of the Yale Corporation was always the Chairman of the Development Committee and that was considered to be one of the trustees' most important areas of oversight and responsibility. In saying that, Mr. Chancellor, I would slightly cavil with your characterization that I would lead the campaign. I think you would lead the campaign and that I would exercise assistance and such help as the Trustees can muster to help you in that important priority.

But there is no reason that I can see why **The City University of New York** should not be the most successful public University in the United States at drawing tremendous private support. CUNY should be able to bring in levels of private giving that leave such institutions as the University of Michigan and the University of Texas and the University of California in the dust. And we have everything that it takes. It won't happen overnight, it won't happen in a year or two, but the future of this University depends very importantly on our taking this opportunity and making the most of it.

I will be consulting with my fellows on the Board about how we can organize ourselves as Trustees to be as much help as possible in the planning, in the execution, and in the support of such a campaign, and I just want to urge all the presidents and the academic leaders of the University to take this aspect of your work as importantly as anything else you do to try to enrich the academic experience of your faculty and students because, again, it is hard work, it takes a lot of patience, a lot of energy but in the times in which we live, I think this is the area in which perhaps CUNY has the greatest opportunity to invest and enrich the academic enterprise. So, we will be moving this planning effort into high gear this spring and creating a new kind of oversight mechanism and support mechanism for the Trustees, I hope that we can put in place as of the beginning of the coming academic year, I will be consulting with all my colleagues about how best to do that.

Upon motions duly made, seconded and carried, the following resolutions were adopted: (Calendar Nos. 1 through 9)

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

(a) ADDENDUM: Add the following:

D.26 THE CENTRAL OFFICE – APPOINTMENT OF HEO SERIES PERSONNEL WITH NO PRIOR SERVICE (AFFIRMATIVE ACTION REPORT ON FILE EXCEPT ACTING AND SUBSTITUTE APPOINTMENTS) (SW INDICATES WAIVER OF SEARCH)

DEPARTMENT TITLE	LAST NAME	FIRST NAME	SALARY RATE	EFFECTIVE DATE(S)
Office of the Vice Chancellor for Budget, Finance & Administrative Computing HEa (Budget Analyst)	Christian	Donal	\$39,184	11/1/01-6/30/02*

*Approved by the Office of the Vice Chancellor for Faculty and Staff Relations.

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

NO. 3. APPROVAL OF MINUTES: RESOLVED, That the minutes of the regular Board meeting and Executive Session of November 19, 2001 and the minutes of the special Board meeting of December 10, 2001 be approved.

NO. 4. COMMITTEE ON FISCAL AFFAIRS: RESOLVED, That the following items be approved:

A. THE CITY UNIVERSITY OF NEW YORK – PROFICIENCY TESTS:

WHEREAS, By resolution dated September 29, 1997, Cal. No. 5.E., the Board of Trustees (the "Board") of The City University of New York (the "University"), directed the Chancellor, in consultation with faculty and campus administrators, to develop a new proficiency examination to assess student readiness to undertake upper division study; and

WHEREAS, By resolution dated November 23, 1998, Cal. No. 5.A., the Board recognized the development of the new College Proficiency Examination by the Chancellor's Office, in cooperation with the English Discipline Council, community and senior college faculty and administrators, and testing experts; and

WHEREAS, By the November 23, 1998 resolution, the Board further authorized the use of this new test for the purpose of assessing the proficiency of associate degree students prior to graduation, students seeking the transfer into the upper division of senior colleges, and senior college students advancing from the lower division to the upper division; and

WHEREAS, The University wishes to acquire the services of a reputable and experienced testing organization to provide continuing advice on, additional forms for, and scoring assistance with the College Proficiency Examination; now therefore be it

RESOLVED, That the Board of Trustees of The City University of New York authorize the Secretary of the Board to execute a contract on behalf of the University Contracting Office to provide academic testing services. The contract shall be awarded on the basis of best value to a responsive and responsible offeror after public advertisement and timely submission of sealed proposals pursuant to law and University regulations. The Request for Proposal solicitation and evaluation process shall be conducted by the University Contracting Office and a University-wide Committee. The initial term shall be two years and the contract shall include up to two two-year options for the University to renew in its best interest. Such purchase shall not exceed a total estimated cost of \$1,250,000 chargeable to FAS Code 210501400, during each fiscal year. The contract shall be subject to approval as to form by the University Office of General Counsel.

B. YORK COLLEGE – PURCHASE OF UPGRADE FOR NETWORK:

RESOLVED, That the Board of Trustees of The City University of New York authorize York College to purchase network switches, routers, and computer cabling from SBC DataComm under existing State of New York Contract No. PT00434; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize York College to purchase network management, security/fire wall and installation services. The contract shall be awarded to the lowest responsive and responsible bidder, under existing State of New York Award No. S960275-E, pursuant to law and University regulations; and be it further

RESOLVED, That the total of both such purchases shall not exceed an estimated cost of \$1,017,000 chargeable to City Capital Budget, Project No. 144900.

EXPLANATION: York College has developed a five-year Information Technology Plan to provide a network infrastructure for students, faculty, and staff. Phase I will upgrade network wiring and electronics for high-speed data communications in the Academic Core, which houses the College administration, most of the academic programs, enrollment management and student development, continuing education, lecture halls, and classrooms. The wiring will create and connect to a new gigabit backbone that will allow high speed switching capabilities and will facilitate electronic communication, access to the Internet and to the College's e-mail servers, web servers, various databases, and multimedia applications.

C. THE CITY UNIVERSITY OF NEW YORK (UNIVERSITY CONTRACTING OFFICE) – PURCHASE OF LIBRARY BOOKS:

RESOLVED, That the Board of Trustees of The City University of New York authorize the University Contracting Office to issue purchase orders to Coutts Library Services, Incorporated, for the purchase of shelf-ready books against existing State of New York Contract No. P052521 for the term of that Contract, which expires December 31, 2003, pursuant to law and University regulations. Such purchases shall not exceed \$1,500,000 per fiscal year, chargeable to the appropriate colleges' FAS Codes.

EXPLANATION: The Colleges will use this contract to purchase shelf-ready books.

NO. 5. COMMITTEE ON ACADEMIC POLICY, PROGRAM, AND RESEARCH: RESOLVED, That the following items be approved:

A. LEHMAN COLLEGE – B.S. IN COMPUTER GRAPHICS AND IMAGING:

RESOLVED, That the program in Computer Graphics and Imaging leading to the Bachelor of Science degree to be offered at Lehman College be approved, effective September 2002, subject to financial ability.

EXPLANATION: The proposed program is designed to provide students with the necessary theoretical and esthetic background in art and design, as well as the essential computer skills in order to function in the rapidly changing fields of digital and electronic imaging. Graduates of the program would be prepared for careers that include: web design, animation, CAD, architectural rendering, scientific presentation, advertising, TV effects, medical illustration, computer game production, and data visualization.

Artists and academics recognize that the computer and display hardware are important tools that have created the need for cooperation between technologists and artists. Artists and designers must not only learn the traditional art skills and concepts such as two-dimensional and three-dimensional design, color theory, and drawing, but they must also learn the computer art programs that give expression to them today.

B. THE CITY COLLEGE – ESTABLISHMENT OF THE DEPARTMENT OF BIOMEDICAL ENGINEERING:

RESOLVED, That effective July 1, 2002, a Department of Biomedical Engineering be established at The City College.

EXPLANATION: Pursuant to academic and institutional planning, and with the consultation of faculty involved, The City College proposes to establish a Department of Biomedical Engineering in the School of Engineering. The

establishment of the Department of Biomedical Engineering has been approved by the College President, the Faculty Senate of The City College, and the faculty of the School of Engineering.

The City College School of Engineering has been involved in biomedical engineering education and research for twenty-five years. This involvement was greatly expanded in 1994 when the School of Engineering received a \$750,000 Special Opportunity Award from the Whitaker Foundation to establish a regional Center for Biomedical Engineering. The Center for Biomedical Engineering was approved as a CUNY Institute in 1996. A second Special Opportunity Award for \$1,000,000 was received in 1997 to establish a Ph.D. program in the discipline of Biomedical Engineering. The doctoral program was approved at The Graduate School in 1999 and a Master of Science degree in Biomedical Education was approved for The City College in 2000. In September 2001 the National Institutes of Health informed The City College that it would be fully funded for a \$2.2 million grant proposal entitled "A National Urban Model for Minority Undergraduate Biomedical Engineering Education." An undergraduate program in Biomedical Engineering is required to fulfill the terms of the grant proposal. The establishment of a Bachelor in Biomedical Engineering degree is a separate proposal that is being presented for approval by the Board of Trustees.

Faculty who currently teach in the M.S. program in Biomedical Engineering and who will teach in the proposed B.E. program in Biomedical Engineering are not presently organized in a single department but reside in various academic departments in the School of Engineering. The establishment of the new Biomedical Engineering Department will provide the organizational structure necessary to achieve the academic goals required for maintaining and administering the proposed B.E. in Biomedical Engineering and the existing M.S. in Biomedical Engineering, as well as providing support for the Ph.D. program at The Graduate School.

A separate resolution has been submitted to the Board of Trustees via the University Report Addendum regarding the transfer of personnel. Contingent upon the approval of the Board of Trustees, designated faculty members from other academic departments will be transferred to the new Department of Biomedical Engineering effective July 1, 2002.

C. THE CITY COLLEGE – B.E. IN BIOMEDICAL ENGINEERING:

RESOLVED, That the program in Biomedical Engineering leading to the Bachelor of Engineering degree to be offered at The City College be approved, effective, September 2002, subject to financial ability.

EXPLANATION: The purpose of the proposed program is to develop an innovative, interdisciplinary curriculum for undergraduates in Biomedical Engineering that will produce creative, critical thinkers who have learned problem-solving skills that will prepare them for life-long learning. The proposed curriculum is structured as an ABET-accredited program and the application for this accreditation will be made at the earliest possible eligibility.

Biomedical Engineering is an interdisciplinary research discipline that applies engineering principles and physical and mathematical concepts to solve problems in medicine and biology and contribute to the advancement of health and medical care. Biomedical Engineering is a critical component of the technological revolution in medicine and health care delivery that has dramatically transformed the prevention, diagnosis, and treatment of disease. Whether in the area of biomedical imaging, biosignal processing, medical instrumentation, biomechanics, biomaterials and implants, cell and tissue engineering, or biotechnology, this revolution is accelerating. The prominence of Biomedical Engineering has been recognized by the National Academy of Engineering and the Institute of Medicine.

D. HUNTER COLLEGE – M.F.A. IN INTEGRATED MEDIA ARTS:

RESOLVED, That the program in Integrated Media Arts leading to the Master of Fine Arts degree to be offered at Hunter College be approved, effective September 2002, subject to financial ability.

EXPLANATION: The purpose of the proposed program is to provide students with a program of advanced studies in nonfiction media making that integrates the full range of multi-media skills in print, film, broadcast, and new interactive media. The program is designed to prepare graduates to assume creative leadership positions within the rapidly

converging media industries and participate in shaping and developing nonfiction media practices for the twenty-first century.

The proposed M.F.A. program is in response to the growing circle of industries that expect new employees to be conversant with a diverse range of media skills. The M.F.A. represents a major restructuring of the College's existing M.A. program in Communications and Mass Culture, which will be gradually phased out.

E. LAGUARDIA COMMUNITY COLLEGE – A.A.S. IN NEW MEDIA TECHNOLOGY:

RESOLVED, That the program in New Media Technology leading to the Associate in Applied Science degree to be offered at LaGuardia Community College be approved, effective September 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 entry-level jobs in the New Media industry as webmasters, web designers, web programmers, web site technicians, and E-business analysts.

The Bureau of Labor Statistics predicts that by the year 2006, companies that are either producers or intensive users of information technology will employ almost half of the U.S. workforce. This trend toward technology underscores the need for technical education to ensure that a qualified workforce is available for businesses engaged in New Media applications.

In May 2001, the National Science Foundation (NSF) awarded LaGuardia a \$600,000 grant to develop the proposed program which is expected to help meet the industry needs of this rapidly expanding field, as well as help bridge the digital divide for underrepresented populations to find employment in this field in New York City.

F. QUEENSBOROUGH COMMUNITY COLLEGE – CERTIFICATE IN HEALTH CARE OFFICE ADMINISTRATION:

RESOLVED, That the program in Health Care Office Administration leading to a Certificate to be offered at Queensborough Community College be approved, effective September 2002, subject to financial ability.

EXPLANATION: The purpose of the proposed program is to provide students with basic marketable skills in coding and billing, so highly desired in the Health Care industry. Coding is essential for filing insurance claims, getting pre-approvals for medical procedures, and handling computerized billing. The proposed Certificate is a 30-credit program designed for students seeking immediate employment, as well as for persons currently employed in the field who wish to enhance their employment opportunities. Graduates of the program will be well prepared to assume positions leading to supervisory and managerial responsibility.

NO. 6. COMMITTEE ON FACULTY, STAFF, AND ADMINISTRATION: RESOLVED, That the following items be approved:

A. THE CITY UNIVERSITY SCHOOL OF LAW AT QUEENS COLLEGE – NAMING OF THE LABYRINTH “THE W. HAYWOOD BURNS LABYRINTH”:

RESOLVED, That the Board of Trustees of The City University of New York approves the naming of the Labyrinth, located in the rear of The City University School of Law at Queens College, the W. Haywood Burns Labyrinth.

EXPLANATION: This designation is in memory of W. Haywood Burns, the second Dean of the CUNY School of Law. Dean Burns, a passionate advocate for civil rights, racial justice, gender equality, and civil and international human rights, tragically lost his life in a car accident on April 2, 1996 while attending a conference in South Africa.

Dean Burns taught at a number of institutions and was the founder and director of the Urban Legal Studies Program at City College. An excellent teacher, he did not view his responsibilities as limited to the classroom, and mentored thousands of students, particularly African-Americans, fostering their entry into the legal profession. In 1987, he was

selected to serve as Dean of the CUNY School of Law. The first African-American Dean of a New York law school, he led the institution to full accreditation by the American Bar Association, insuring the survival of its progressive commitment to public interest law.

Since its creation last year, the Labyrinth has provided an area of peace and solace to our faculty and students, particularly in the aftermath of the World Trade Center disaster. The new name of the Labyrinth will connect this contemplative zone to our students' future as lawyers for the underserved populations of New York City.

Vice Chairman Schmidt stated that Haywood Burns was my classmate in Law School back in 1963 through 1966. He was a wonderful friend and an inspiring colleague. He had a great career, tragically cut short. This naming opportunity, therefore, honors a great person. This is an inspired recommendation from the Committee.

**B. THE CITY UNIVERSITY SCHOOL OF LAW AT QUEENS COLLEGE – NAMING OF THE FACULTY LOUNGE
“THE MARTIN POPPER FACULTY LOUNGE”:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the Faculty Lounge the Martin Popper Faculty Lounge.

EXPLANATION: This designation is in memory of Martin Popper. Martin Popper was a public interest lawyer who practiced primarily in the areas of international law, labor law, and civil rights. Shortly after his death in 1989, family and friends established the Martin Popper Loan Repayment Program. Each year, two of our graduates receive a grant each, to help reduce the often enormous amount of student loan debt incurred while attending the CUNY School of Law. In addition, the family has paid for furnishing a room used to promote faculty scholarship and innovation in teaching.

In recognition of the contributions made by the Popper family, the Law School proposes the naming of the faculty lounge to be the Martin Popper Faculty Lounge.

**C. THE CITY UNIVERSITY OF NEW YORK – REAPPOINTMENT OF A SITTING COMMISSIONER OF THE CITY
UNIVERSITY OF NEW YORK CIVIL SERVICE COMMISSION:**

RESOLVED, That the Board of Trustees of The City University of New York hereby authorizes and consents to the renaming by the Chancellor of The City University of New York of Dr. Tilden LeMelle as Commissioner of the Civil Service Commission of The City University of New York, for an additional term of six years to begin on June 1, 2002, and to expire on May 31, 2008.

EXPLANATION: On April 30, 1997, Cal. No. 5.A., the Board of Trustees of The City University of New York authorized the naming of Dr. Tilden LeMelle as Commissioner of The City University of New York Civil Service Commission. Furthermore, in accordance with Section 15.1(a) of the New York State Civil Service Law, and the April 30, 1997, Board of Trustees' resolution, Dr. LeMelle was appointed for a term to expire on May 31, 2002. Through the reappointment of Dr. LeMelle for the statutory six-year term, this resolution enables The City University of New York to continue to operate under the rules and regulations of its own Civil Service Commission, as provided by the New York State Education Law and as governed by the New York State Civil Service Law.

Dr. LeMelle has a baccalaureate and master's degree from Xavier University, New Orleans, and a doctorate degree in International Relations from the Graduate School of International Studies of the University of Colorado, Denver. Dr. LeMelle's previous service at The City University of New York included serving as both Provost and Acting President of Hunter College, as Acting President of New York City Technical College, and as Acting Vice Chancellor for Student Services and Affairs. Most recently, Dr. LeMelle served as President of the University of the District of Columbia. Dr. LeMelle is currently retired.

Dr. Tilden LeMelle will serve as Commissioner with Ms. Sylvia Miranda, whose term of service runs from June 1, 1998, through May 31, 2004, and with Ms. Marilyn Flood, whose term of service runs from June 1, 2000, through May 31, 2006.

D. DISTINGUISHED PROFESSORS: RESOLVED, That the following be designated Distinguished Professors in the departments, and the colleges, and for the period indicated, with compensation of \$21,852 per annum in addition to their regular academic salaries, subject to financial ability:

COLLEGES	NAMES	DEPARTMENT	EFFECTIVE
The City College	Berman, Marshall	Political Science	February 1, 2002
The Graduate School and University Center	Duneier, Mitchell	Sociology	February 1, 2002
The Graduate School and University Center	Herman, Gabor	Computer Science	February 1, 2002

E. VISITING DISTINGUISHED PROFESSORS: RESOLVED, That the following be designated Visiting Distinguished Professors in the department, and the college, and for the period indicated, with compensation of \$21,852 per annum in addition to their regular academic salary, subject to financial ability:

COLLEGE	NAME	DEPARTMENT	EFFECTIVE
New York City Technical College	Lomonaco, Michael	Hospitality Management	Spring 2002
The Graduate School and University Center	Davies, Martin	Philosophy	Fall 2002

Trustee Curtis announced that two of the distinguished scholars are with us today. First I would like to call on **President Gregory Williams**, of **City College**, who will introduce **Distinguished Professor Marshall Berman**.

President Williams stated that I am honored to present our newest **Distinguished Professor Marshall Berman** from the Department of Political Science of **City College** to this distinguished Board. **Professor Berman** is a renowned humanist, thinker, critic, and spokesperson of modern culture, New York City in particular. He is a political scientist whose writings have influenced the social sciences, the humanities, and the arts. We received letters in support of Marshall's distinction from scholars working in a broad cross-section of academic disciplines from the world over. Within his illustrious portfolio, both popular and scholarly, is **Mr. Berman's** renowned book, *All That is Solid Melts Into the Air*, which has now been translated into eight languages and most recently in 2000 into Chinese. It has been identified as one of the greatest English language books produced in the 20th Century on the politics of modern culture, one of the few books that permanently changes perception. I am proud to be able to present to this distinguished Board **Professor Berman** as the Distinguished Professor that he has been for many years. He is here today with his wife Shelly. Will you please come forward, **Professor Berman**.

Distinguished Professor Berman commented that I, too, was at the New York Historical Society this morning and I noticed that **Chancellor Goldstein** got to see the photo and video show about September 11. One motif in several of the photos featured people who were running away from the blast. In the photos where there would be two people, one would be trying to look back and the other would be trying to pull them away. I felt like that person who is looking back and trying to see what was going on was in a way what I have been trying to do for thirty years and will keep on doing as long as I can see, as long as I can think.

And I wanted to say too that some of my friends who came out of graduate school thirty years ago with me, who taught, got jobs and entrenched themselves in much classier universities than ours, came to feel that they were very bored and empty and couldn't think what they were doing there. That's one thing that I have never felt. I have often felt tired at **City University**, but I have never felt bored. I am trying to serve the people and I know just what I am

doing. I don't necessarily know how, but I know what. So, I am really grateful for this appreciation and I want to say thanks.

Trustee Curtis then called on **President Fred Beaufait** of **New York City Technical College**, who introduced **Visiting Distinguished Professor Michael Lomonaco**.

President Beaufait stated that it is my pleasure to introduce **Michael Lomonaco**. As many of you may know, Michael is a former chef and director of Windows on the World. He co-founded the Windows of Hope Family Relief Fund to help the families of food workers who lost loved ones on September 11th. He was instrumental in transforming Windows into the highest grossing restaurant in the U.S. for three years in a row, as well as receiving the highest culinary acclaim. He achieved similar results at the 21 Club restaurant where he was executive chef for more than seven years. Michael is one of **City Tech's** most accomplished alumni and has a reputation as one of America's most popular and brightest culinary stars. He is co-author of *The 21 Cookbook* and author of the forthcoming book on Creative Home Cooking. He has attracted a national as well as international TV following, first as hostess of "Michael's Place" on the Food Network and now is co-host of "Epicurious" on the Discovery Channel. This past summer he spent time in a **City Tech** kitchen taping segments of "Sizzling Summer Chefs," another Discovery Channel show that he co-hosts. Since graduating from **City Tech** in 1984, Michael has maintained ties to the College, coming back time and again to share the depth and breadth of his experiences with our students, and he has made valuable contributions. Not to be quoted, but I understand that he is in the midst of opening a new restaurant in New York City, we hope. And I have just received word that he is to receive a lifetime achievement award from the National Restaurant Association's magazine *IVY* in May at the National Restaurant Show in Chicago. I understand that this is sort of the Oscar of the restaurant business. So we are pleased to welcome **Michael Lomonaco** with us as a Visiting Distinguished Professor at **City Tech**.

Mr. Lomonaco stated that I really am so delighted and pleased and I would like to thank all of you. This is a particular honor for me that I find very humbling. Growing up in New York and having lived here all my life as a public school student and working my way through two of the colleges, **Brooklyn College** and **New York City Tech**, I think that the greatest asset that New York City has is its school system. And as a member of the hospitality industry, the greatest asset that the hospitality industry in New York City could have is **New York City Technical College**. Taking New York City youth and bringing them through the system and bringing them into one of the largest industries in New York City is really a major goal that I think that we can really distinguish ourselves on an international level. We deserve it and it is really a wonderful department. I was a returning student to **City Tech** at the age of 28. I made a turn around in my life. It was my second career and I have been very fortunate in it and it is an honor to be asked to come back and participate in really a hands-on way and be part of the University system. I thank you for that opportunity.

NO. 7. COMMITTEE ON FACILITIES, PLANNING, AND MANAGEMENT: RESOLVED, That the following items be approved:

A. THE CITY UNIVERSITY OF NEW YORK (CENTRAL OFFICE) – ENERGY PERFORMANCE CONTRACT:

RESOLVED, That the Board of Trustees of The City University of New York approve the selection of the firm of DJMJ+Harris to provide design/build-construction management services for energy conservation projects at the senior colleges. The contract term is two years and it includes up to three one-year term extension options to renew; 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 firm for such services.

EXPLANATION: This contract will be used to implement energy conservation projects at the senior colleges on a work order basis. The proposed firm was selected in accordance with law and the procedures established by the University.

B. THE CITY UNIVERSITY OF NEW YORK (CENTRAL OFFICE) – A/E CONSULTANT REQUIREMENTS CONTRACT:

Trustee Mastro stated that the second item that the Committee approved at its January 7, 2002 meeting is a resolution authorizing a requirements contract with the firm of George Ranalli, Architect, for architectural and engineering related work orders in connection with the University's capital construction projects, CUNY-wide. The name George Ranalli probably sounds familiar to many here because he is also known as **Dean Ranalli**. It is in that regard that I asked the Chancellor and the General Counsel to advise the Board before voting on any issues relating to the issuance of a contract with someone who is affiliated with the University. At this point I would ask the General Counsel to further advise on that.

Vice Chancellor Schaeffer reported that **Dean Ranalli** is Dean of the School of Architecture at **The City College** and some questions have been raised about the possibility of a conflict of interest or other regulations impacting upon the awarding of a services contract to a dean of one of our colleges. I have reviewed both the University's policies and the applicable State law and I have concluded that there is no prohibition or ethical problem arising from this.

With respect to the University's policies there appear to be none that would in any way prohibit or discourage the awarding of a contract to a dean or for that matter a faculty member of the University. I am told that contracts have in the past been entered into with Dean Bond, the former Dean of the School of Architecture, and that is not an unusual thing in the University world. Those of you who are familiar with some of the new buildings at Columbia University may know that Dean Tschumi of Columbia's School of Architecture was awarded the contract for the new student center at Columbia University. In response to a comment that was made at our public hearing, I would stress that these opportunities are not limited to architects. They would extend to engineers or people in the humanities or any other field where the University has a need and the best available person is a member of our own faculty or administration.

The State Ethics Law and Regulations govern the legal context and the law is codified in the Public Offices Law of New York State. Section 73 subsection 7 of the Public Officers Law specifically permits an officer of a public agency to contract for the delivery of services to that agency if the contract is publicly noticed and competitively bid, and that was, in fact, the procedure that was followed here.

I should note just as a matter of historical interest that **Dean Ranalli** actually did work for **Queens College** a number of years ago before he was affiliated with CUNY and that since he has become Dean of the School of Architecture, he has bid unsuccessfully on several contracts. On this particular contract the Selection Committee felt he was the most qualified for this particular contract and he was awarded it.

There is, of course, a general provision in State law to avoid conflicts of interest and that requires an analysis of the particular duties of the individual who is competing for the contract. I have been unable to find anything in the duties and responsibilities of the Dean of the School of Architecture that would conflict with his carrying out a requirements contract with the University as an architect, as needed, on renovation projects. And, so, in sum, my conclusion is that there is no legal or ethical problem with awarding this contract to **George Ranalli's** firm.

Trustee Mastro stated that I just want to add that I urge the administration to publish in some way or make known to the faculty in general that there is no such ethical prohibition on qualified faculty members applying for contracts and grants for which they may be qualified. And we pride ourselves on having the very best here in our faculty. And when those individuals are the best qualified for particular opportunities in the University system I hope that they will appreciate, as some apparently did not until now, that they can apply and compete within all proper laws and ethics.

RESOLVED, That the Board of Trustees of The City University of New York authorize the Secretary of the Board to execute a requirements contract with the firm of George Ranalli, Architect, for architectural and engineering-related work orders, according to fee schedules negotiated by the University and contained in such contract. The term of the contract is one year and it includes up to four one-year options for the University to renew in its best interest. The cost of the contract shall not exceed \$1,000,000 funded by the State Capital Construction Fund, Project No. CA078-098H. The contract shall be subject to approval as to form by the University Office of General Counsel.

EXPLANATION: This is a University-wide retainer contract for architectural, engineering, and other construction-related services on an as-needed basis in connection with the University's capital construction projects. This requirements contract will provide the tool to address expeditiously projects, emergencies and other related design and construction needs as they occur. Assignments may be in the areas of space planning, feasibility studies, architectural, general construction, plumbing, mechanical systems, control systems, electrical and communications systems, structural, site work, and furniture and furnishings specification.

NO. 8. COMMITTEE ON STUDENT AFFAIRS AND SPECIAL PROGRAMS: RESOLVED, That the following items be approved:

A. THE COLLEGE OF STATEN ISLAND – COLLEGE ASSOCIATION CERTIFICATE OF INCORPORATION AND BYLAW AMENDMENTS:

RESOLVED, That the Board of Trustees of The City University of New York approve the following amendment to the Certificate of Incorporation of The College of Staten Island Association, Inc.:

Article FOURTH, paragraph 3:

Without profit and solely as an incident to the various purposes, to provide such services and facilities to the students and faculty of The College of Staten Island and its community as may be authorized on behalf of and agreed to by The College of Staten Island, including without limitation, to establish, maintain and operate a day care center on the campus of The College of Staten Island or elsewhere in the County of Richmond, New York, for dependent children of registered, matriculated students of The College of Staten Island, provided however that before the day care center is established and opened, the prior written approval of the New York City Department of Health shall first have been obtained.

and be it further

RESOLVED, That the Board of Trustees of The City University of New York approve the following amendments to the Bylaws of The College of Staten Island Association, Inc.:

NOTE: See Appendix A

Section 1. Number and Composition

The general management of the property, affairs, business and concerns of the Association shall be vested in a Board of Directors consisting of thirteen (13) voting members selected in accordance with the University Bylaws. Each Director shall be at least eighteen (18) years of age.

[Section 9. Action of the Board of Directors without a meeting

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

Section [10] 9. [Meeting] Participation of members of the Board of Directors by conference telephone

One or more members of the Board of Directors may participate in a meeting of the Board of Directors by means of a conference telephone or similar communications equipment allowing all persons [participating in] attending the meeting to hear each [other at the same time.] Director participating in the meeting. Participation by

[such means] conference telephone shall not constitute presence in person at a meeting for purpose of determining whether a quorum is present. A Director who participates in a meeting by conference telephone may participate in discussion, but may not make motions, second motions or vote on any issue under consideration by the Board at that meeting.

This Section shall apply to all meetings of the Board of Directors, as well as all meetings of committees of the Board of Directors.

NOTE: Matter underlined is new; matter in brackets to be deleted.

EXPLANATION: State law requires that the Certificate of Incorporation of a corporation operating a child care center list such activity in the purpose clause of the Certificate. This resolution permits the Association to amend its Certificate of Incorporation in order to comply with State law. The proposed Bylaw amendments on the minimum age (18) for directors and participation by directors in meetings by conference telephone are in conformance with the New York Not-For-Profit Corporation Law and the New York Open Meetings Law.

B. KINGSBOROUGH COMMUNITY COLLEGE – COLLEGE ASSOCIATION CERTIFICATE OF INCORPORATION AND BYLAW AMENDMENTS:

RESOLVED, That the Board of Trustees of The City University of New York approve the following amendment to the Certificate of Incorporation of Kingsborough Community College Association, Inc.:

Article SECOND, paragraph 2:

To aid the students and faculty of the Kingsborough Community College by assisting them in every way possible in their study, work, living, and extra-curricular and curricular activities, including without limitation, to establish, maintain and operate a day care center on the campus of Kingsborough Community College or elsewhere in the County of Kings, New York, for dependent children of registered, matriculated Kingsborough Community College students, provided however that before the day care center is established and opened the prior written approval of the New York City Department of Health shall first have been obtained.

and be it further

RESOLVED, That the Board of Trustees of The City University of New York approve the following amendments to the Bylaws of Kingsborough Community College Association, Inc.:

NOTE: See Appendix B

ARTICLE I: Names and Purposes

* * *

Section 2. Purposes

The purpose of the Association are:

* * *

4. To establish, maintain and operate a day care center on the College campus, for dependent children of registered, matriculated College students.

[4] 5. All purposes and powers enumerated in Sections 201 and 202 of the Not-for-Profit Corporation Law.

* * *

ARTICLE X: Child Care CenterSection 1: Organization

The Child Development Center of Kingsborough Community College (the "Center") is a separately governed and financially independent subsidiary program of the Association organized for the sole purpose of providing quality day care to the children of students of the College. The Center shall be located on the campus of the College.

Section 2: Governance

The Advisory Board of the Center shall direct the management of the operations, property, affairs and concerns of the Center consistent with the provisions of these Bylaws, as written or aimed.

Section 3: Disposition of Funds

All funds of the Center shall be deposited in an account or accounts in the name of the Association for the sole benefit of the Center. The Center's funds shall be used exclusively in connection with its purpose as set forth in Section 1, above. Funds shall be withdrawn from such account or accounts only upon written authorization and signature of each of the following persons: the Treasurer of the Center, the Executive Director of the Center, and the College's Dean of Student Life, or such other person or persons as the Center's Advisory Board shall from time to time designate.

Section 4: Annual Budget

The Center shall adopt an annual operating budget which shall be submitted to the Association Board of Directors for approval and incorporation into the Association budget. Financial commitments and expenditures by the Center shall be in accordance with the approval Center budget.

NOTE: Matter underlined is new; matter in brackets to be deleted.

EXPLANATION: State law requires that the Certificate of Incorporation of a corporation operating a child care center list such activity in the purpose clause of the Certificate. This resolution permits the Association to amend its Certificate of Incorporation in order to comply with State law and to amend its Bylaws to clarify that the child care center is operated as a program of the Association.

NO. 9. HONORARY DEGREES: RESOLVED, That the following honorary degrees, approved by the appropriate faculty body and recommended by the Chancellor, be presented at the commencement exercise as specified:

COLLEGE	DEGREE
THE CITY COLLEGE	
Professor Andreas Acrivos	Doctor of Science
Secretary General Kofi Annan	Doctor of Humane Letters
Mr. Frank O. Gehry	Doctor of Fine Arts
(To be awarded at the May 31, 2002 Commencement)	

MINUTES OF THE EXECUTIVE SESSION OF THE BOARD OF
TRUSTEES OF THE CITY UNIVERSITY OF NEW YORK

HELD

JANUARY 28, 2002

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

The Executive Session was called the to order at 5:59 P.M.

There were present:

Benno C. Schmidt, Jr., Vice Chairman

Satish K. Babbar
John J. Calandra
Wellington Z. Chen
Kenneth E. Cook
Alfred B. Curtis, Jr.

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

Richard N. Lawrence, ex officio

Secretary Genevieve Mullin
Frederick P. Schaffer, General Counsel and Vice Chancellor for Legal Affairs
Hourig Messerlian, Executive Assistant

Chancellor Matthew Goldstein
Executive Vice Chancellor Louise Mirrer
Senior Vice Chancellor Allan H. Dobrin
Vice Chancellor Jay Hershenson
Vice Chancellor Brenda Richardson Malone
Mr. Raymond O'Brien

The absence of Trustees Joseph J. Lhota, Nilda Soto Ruiz, and Bernard Sohmer was excused.

The Board went into Executive Session to discuss labor contract negotiations and pending litigation.

Upon motion duly made, seconded and carried, the Executive Session was adjourned at 6:15 P.M.

SECRETARY GENEVIEVE MULLIN

**BYLAWS
OF
THE COLLEGE OF STATEN ISLAND ASSOCIATION, INC.**

ARTICLE I – NAME AND PURPOSES

Section 1. Name

This corporation shall be known as THE COLLEGE OF STATEN ISLAND ASSOCIATION, INC., hereinafter referred to as the Association.

Section 2. Purposes

- a. To promote and cultivate educational and social relations among the students, the faculty, and the staff of the College of Staten Island, hereinafter referred to as the College, an educational unit of the City University of New York, hereinafter referred to as the University.
- b. To aid the students, faculty, and staff of the College by assisting them in every way possible in their study, work, living and extra-curricular and curricular activities, and to assist the College financially in its student related operations as conditions and circumstances may require.
- c. 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.
- d. 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 and any other printed matter in connection with any of the above mentioned objects; provided that any such undertaking be pursued not-for-profit but solely as an incident to the foregoing purposes.
- e. To purchase or otherwise acquire, hold, sell and otherwise dispose of gifts, personal property, and real property; to lease necessary building or buildings, rooms or portions of buildings, and to assign, or transfer agreements or leases with respect thereto, subject to restrictions and regulations of law, and to purchase or to acquire by grant, gift, bequest or otherwise, and to hold any and all such furniture, fixtures, supplies or other articles and appliances as may be necessary and expedient for its purposes.
- f. To sell, mortgage, exchange, lease, convey, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be provided by law.
- g. To administer, invest and reinvest its property, and deal with and expend the income and principal of the Association in carrying out its purpose.
- h. To borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired and money borrowed.
- i. 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 Association.
- j. To expend and allocate student activity funds in accordance with the University bylaws.
- k. To supervise and review all college student activity fee supported budgets.
- l. In general, to exercise such powers as are incidental and conducive to the attainment of the objects and purposes of the Association, provided that the Association shall not operate for profit; and further provided that no part of the net earnings of the Association shall inure to the benefit of any member thereof.
- m. The Association shall operate consistent with the bylaws, policies and regulations of the University, and the policies, regulations of the College.

ARTICLE II – BOARD OF DIRECTORS

Section 1. Number and Composition

The general management of the property, affairs, business, and concerns of the Associations shall be vested in a Board of Directors consisting of thirteen (13) voting members selected in accordance with the University bylaws. Each Director shall be at least eighteen (18) years of age

The composition of the Board of Directors shall be as follows:

- a. The President of the College or his/her designee as chair
- b. Six (6) students

Student membership of the Board of Directors shall be composed of the President of the Student Government plus two upper division and three lower division students possessing at least a 2.25 grade point average elected by and from the student body of the College. If at any time the grade point average of a student serving on the Board 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.

- c. Three (3) faculty

Faculty membership on the Board of Directors shall be composed of three (3) members of the faculty who shall be selected by the President of the College from a panel of six faculty elected annually by the faculty.

- d. Three (3) administrators

The administrator membership of the Board of Directors shall be three (3) administrators appointed by the College President.

Section 2. Term of Office

Members of the Board of Directors shall be elected for a term of one year to coincide with the Corporation's fiscal year but shall each continue in office, if otherwise qualified, until his/her successor shall be duly elected and qualified.

Section 3. Duties

The Board of Directors shall have power to hold meetings at such times 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 Association. If an executive committee is appointed by the Board of Directors, such 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. An executive committee shall have the authority, responsibility, rights and privileges as those vested in it by the Board of Directors when acting on behalf of the Board; however, all actions of an executive committee must be ratified by the Board of Directors at its next meeting.

An executive committee appointed by action of the Board shall have five (5) members, consisting of the President of the College or his/her designee, the President of the Student Government or his/her designee, one (1) student and two (2) administrators or faculty members elected by and from the Board.

The Board of Directors shall keep minutes of its meetings and all actions and send such to all members of the Board no later than ten (10) days after the meeting. A listing of all actions taken by the Board of Directors shall be posted monthly for the entire college community.

Directors and officers shall discharge 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

anticipated 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 by 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 fairly to reflect the financial conditions of such corporation.

Section 4. 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 to allow for the use of proxies.

Section 5. Quorum

Seven (7) members of the Board shall constitute a quorum for the transaction of business or of any specified item of business.

Section 6. Meetings

- a. Organizational

As soon as practicable and no later than the third week of the fall semester, the President of the College or his/her designee shall convene an organizational meeting of the Board of Directors for the purpose of election of officers, for receiving and ratifying financial reports and for the transaction of other business.

If the day designated for the organizational meeting falls on a legal holiday or on a day 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 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 is a member of the Board of Directors and who will be entitled to vote at such meeting. Said notice shall be sent at least ten (10) days prior to the scheduled meeting. It shall be directed to each member of the Board of Directors of the Association at his/her address as it appears on the records of the Association. 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 meeting shall be rescheduled so that it will take place within a month of the date previously stated.

- b. Regular

The time and place for holding regular meetings of the Board of Directors shall be fixed by the Board of Directors.

- c. Special

A special meeting may be called at any time by the President of the Association or by any director upon written demand of not less than four (4) members of the Board.

Section 7. 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 or all means available. Special meetings of the Board of Directors shall be held upon notice to the Board of Directors using any or all means available. The notice shall set forth the time and place of the meeting and matters for action.

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 8. Waiver of advance notice of meetings

Ten (10) days notification for the organizational meeting of the Board or the meeting to amend bylaws may be waived in writing by nine (9) directors; however, all directors must be notified of the time and place of said meeting.

Section 9. Participation of members of the Board of Directors by conference telephone

One or more members of the Board of Directors may participate in a meeting of the Board of Directors by means of a conference telephone or similar communications equipment allowing all persons attending the meeting to hear each Director participating in the meeting. Participation by conference telephone shall not constitute presence in person at a meeting for purposes of determining whether a quorum is present. A Director who participates in a meeting by conference telephone may participate in discussion, but may not make motions, second motions or vote on any issue under consideration by the Board at that meeting.

This section shall apply to all meetings of the Board of Directors, as well as all meetings of committees of the Board of Directors.

Section 10. 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 Association 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 Association shall fill the vacancy with a student possessing at least a 2.25 grade point average 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 the original panel composed of six (6) faculty elected by the faculty.

c. Administrators

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

Section 11. Reports

Pursuant to the University bylaws, the Board of Directors of the Association shall be responsible for the disclosure of all financial information to the student body, to the College and to the Student Government with respect to all of its activities. Each semester a written financial statement shall be presented which shall include, but which shall not be limited to, the source of all fee income by constituency, income from other sources creditable to student activity fee accounts, disbursements, transfers, past revenues, surplus accounts, contingency and stabilization funds. Certified independent audits performed by a public auditing firm shall be conducted at least once each year.

The Board of Directors of the Association 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, and any successor provisions of the New York State Not-For-Profit-Corporation Law, the Association 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 s/he 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 Association 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 726 and any successor provisions of the New York State Not-For-Profit Corporation Law, the Association may secure and maintain insurance for, but not limited, to the following purposes:

- a. To indemnify the Association for any obligation which it incurs as a result of the indemnification of directors and officers under the provisions of the New York State Not-For-Profit Corporation Law; and
- b. To indemnify directors and officers in instances in which they may be indemnified by the Association under the provisions of the New York State Not-For Profit Corporation Law; and
- c. To indemnify directors and officers in instances in which they may not otherwise be indemnified by the Association 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, corporate positions insured, and a statement explaining all sums, not previously reported, paid under any indemnification insurance contract.

Section 14. Recall

The Board may consider the removal of any member who has missed three (3) consecutive meetings or eight (8) meetings during their term of office. Such recall shall be imposed by the affirmative vote of a majority of the full membership of the Board with the exception of the vote of the person proposed for recall. The day after the person has missed three (3) consecutive meetings or eight (8) meetings, the President of the Association shall send a notice of the intent to consider recall to the person in question by registered mail to his/her last recorded address. Such member shall be given the opportunity to present a defense at the time and place mentioned in said notice. The vacancy thereby created shall be filled in accordance with Section II of Article II (Vacancies) of these bylaws.

ARTICLE III – OFFICERS OF THE BOARD OF DIRECTORS OF THE ASSOCIATION

Section 1. President

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

Section 2. Vice-President

The Board of Directors shall elect one of the members of the Board as Vice-President of the Association. He/she shall perform the duties of the office of 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 3. Treasurer

The Board of Directors shall elect one of the members of the Board as Treasurer of the Association. He/she shall be the business and fiscal officer of the Association. He/she shall perform such other duties as requested by the President or Board of Directors.

Section 4. Secretary

The Board of Directors shall elect one of the members of the Board as Secretary of the Association. He/she shall be responsible for the minutes of all meetings of the Association and Board of Directors. He/she shall keep the Seal and official records of the Association and shall, when necessary attest to the official acts of the President, Board of Directors, and the Association. The Secretary 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. Term of Office

The officers of the Board of Directors shall be elected for a term of one year but shall each continue in office, if otherwise qualified, until his/her successor shall be duly elected and qualified.

Section 6. Vacancies

Vacancies in the offices of the Board shall be filled by and from the Board of Directors.

ARTICLE IV - EMPLOYEES**Section 1. Terms of Appointment**

The Board of Directors, on behalf of the Association, shall employ such full and part-time employees as it deems necessary to handle its ongoing business affairs.

Section 2. Executive Director

The Board of Directors shall select an Executive Director who is not a member of the Association. He/she shall take and record minutes of all meetings of the Board of Directors, as well as typewrite and mail notices, letters and other correspondence incidental to the business of the Association. Whenever a person is elected or appointed to one of the positions specified in Section 1 of Article II herein, the Executive Director shall immediately notify such person, in writing. The Executive Director shall send out notices of all meetings requiring written notification and perform other duties as assigned by the Board of Directors.

ARTICLE V – BUDGETARY PROCESS**Section 1. Budget Committee****a. Composition**

The Budget Committee shall consist of the following eleven (11) members of the Board of Directors: six (6) students, three (3) administrators appointed by the College President, and two (2) faculty appointed by the College President. The Budget Committee shall select its chairperson from among its members.

b. Powers

The Budget Committee is the allocating body of The College of Staten Island Association for all student activity fee funds except where a component of the student activity fee is earmarked by the Board of Trustees to be allocated by a body other than the Association. A budget adopted by such Board of Trustees designated allocating body is subject to review by the College of Staten Island Association for conformance with the expenditure categories set forth in the University bylaws, and as to whether any items are inappropriate, improper, or inequitable.

Section 2. Budget Priorities

The Budget Committee shall allocate and appropriate funds in accordance with the following priorities:

- a. Items and/or expenditures mandated by The City University where amounts are specified.
- b. Items and/or expenditures authorized by The City University and/or the Association and/or student referenda.
- c. Items authorized by the Association in a yearly budget.

Section 3. Duties of Budget Committee

The Budget Committee shall conform to the policies and procedures established by the University for the control and accountability of student activity fees.

The Association Budget Committee and Board of Trustees designated allocating bodies may establish advisory committees.

Section 4. Financial Ability

The Budget Committee must have before it adequate proof that sufficient funds are available to defray the cost of each action it approves or authorizes and must, at the same time, indicate the source and amount of funds to be used to sustain said action or authorization.

ARTICLE VI – ASSETS AND FUNDS

Section 1. Ownership

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

Section 2. Disposition

All funds of the Association shall be deposited in an account or accounts in the name of the Association in a bank or banks designated by the Board and shall be used solely to pay the proper expenses of the Association. Funds shall be withdrawn from such bank account or accounts only upon written authorization and signature of such Board members as the Board of Directors shall designate by resolution, one of whom shall be a student and one administrator or faculty member. Any funds or other assets of the Association which, in the judgement of the Board, shall not immediately be required to effect the purposes of the Association, may be invested, and/or reinvested in such securities, real estate, or other investments as in the judgement of the Board of Directors is sound and proper. All funds for the support of student activities are to be disbursed only in accordance with approved budgets and be based on written documentation. A request for disbursement of funds must contain two signatures, one, the signature of a person with responsibility for the program, the other, the signature of an approved representative of the allocating body.

Section 3. Revenues

All revenues generated by student activities funded through student activity fees shall be placed in a college central depository subject to the control of the allocating body. The application of such revenues to the account of the income generating organization shall require authorization of the allocating body.

Section 4. Dissolution

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

ARTICLE VII - AMENDMENTS

These bylaws may be amended only at a meeting of the Board by vote, in person of three-quarters (3/4) of the full membership of the Board of Directors of the Association provided that the proposed amendment has been fully stated in the notice of the meeting, given ten (10) days in advance. These bylaws shall conform with the Certificate of Incorporation of The College of Staten Island Association, 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 and by the Board of Trustees of the City University.

ARTICLE VIII – RULES OF ORDER

The presiding officer shall be responsible for interpreting and enforcing all the provisions of these bylaws. He/she may be overruled in his/her interpretation by a three-quarter (3/4) vote 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.

Approved by the Board of Trustees on October 22, 1984, Cal. No. 5.A, and amended on June 22, 1992, Cal. No. 6.I, February 22, 1993, Cal. No. 7.B, November 23, 1998, Cal. No. 8.A, and January 28, 2002, Cal. No.8.A.

**BYLAWS
OF
KINGSBOROUGH COMMUNITY COLLEGE ASSOCIATION, INC.**

ARTICLE I: NAMES AND PURPOSES

Section 1: Names

The corporation shall be known as the KINGSBOROUGH COMMUNITY COLLEGE ASSOCIATION, INC., and will hereinafter be referred to as the Association.

Section 2: Purposes

The purposes of the Association are:

1. To promote and cultivate educational and social relations among the students and faculty of Kingsborough Community College, hereinafter referred to as the College.
2. To aid the students and faculty of the college in their work, study, curricular and extracurricular activities and, in general to exercise such powers as are incidental and conducive to the attainment of the objects and purposes of the corporation. The Association will not operate for profit and no part of any earnings of the Corporation shall inure to the benefit of any member thereof, but shall be used solely to promote the aforesaid purposes of the Association or the College.
3. To be responsible for the administration, management and supervision of student activity fees.
4. To establish, maintain and operate a day care center on the College campus, for dependent children of registered, matriculated College students.
5. All purposes and powers enumerated in Sections 201 and 202 of the Not for Profit Corporation Law.

ARTICLE II: Membership

Section 1: Eligibility

The members of the Association shall be the representatives of the administration, faculty and the student body.

The following will be members of the Association:

1. The President or his/her designee.
2. Faculty

The faculty shall number twelve (12). The faculty members are appointed by the College President from a panel whose size is twice the number of seats to be filled and the panel is nominated by the College Committee on Faculty Personnel and Budget.

3. Administration

The administration members (including the College President) shall equal the number of faculty.

The College President shall appoint the administration members to the Association.

4. Students

The student body shall be represented on the K.C.C. Association in proportion to the contribution of the Student Activity Fee Income from the constituency of each student government.

The number of students shall equal 25. The President of the student council of each of the student constituencies shall serve as a member of the Association.

The Vice President of the student council of each of the student constituencies shall serve as a member of the Association.

The President of the student council will appoint additional members from each of the student councils to reach the designated number from that council.

Section 2: Termination of Membership

- (a) Any member of the Association who ceases to occupy one of the administration, faculty or student positions specified in the foregoing section or who ceases to be a member of the administration, faculty or student body of the College, shall thereupon immediately cease to be a member of the Association and his/her membership shall be deemed terminated as of that date.
- (b) Any member may withdraw from the Association by presenting to the Administrator in charge of Student Activities a written resignation which shall be presented to the Board of Directors by the Administrator in charge of Student Activities following receipt of such resignation. It shall be effective upon its acceptance by the Board of Directors.
- (c) Any member may be suspended for a period of time or expelled for cause such as violation of any of the bylaws of the Association. 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, if he/she is a member of the Board of Directors. The member shall be notified of the charges by registered or certified mail, which notice shall contain the following:
 - 1. A complete and itemized statement of the charges brought against the member including the bylaws or regulations which he/she is charged with violating and the possible penalties for such violation.
 - 2. The time that, and the place where, the Board of Directors shall hold the hearing on the charges. Notice of at least 15 days before the hearing shall be given to the member, unless the member consents to an earlier hearing.
 - 3. The notice shall advise the member of his/her rights to present his/her defense, being witnesses and have legal representation at the hearing.
 - 4. An appeal from the decision of the Board of Directors may be made to the membership at large before the decision of expulsion or suspension shall be effective. The membership at large may, after determining the appeal by a 2/3's affirmative vote of the voting members, modify the decision of the Board of Directors or reduce the penalty imposed by the Board of Directors, but may not increase the punishment.
 - 5. An appeal from the decision from the Board of Directors shall be made in writing to the President of the Association within 15 days after the decision of the Board of Directors is served upon the member suspended or expelled.

The decision of the membership shall be final and its determination of expulsion or suspension shall be effective immediately upon recording of the vote by the membership.

Section 3: Vacancies

- (a) Upon the failure of a person occupying one of the positions specified in Article II, Section 1 hereof to accept membership or, in the event of death, resignation or other failure of a member to continue membership, the College President shall fill administration and faculty vacancies and the appropriate student council shall fill student vacancies. A person so elected to fill a vacancy shall serve until his/her successor qualifies by occupying the applicable position specified in Article II, Section 1 hereof and by duly advising the Administrator in charge of Student Activities of his/her acceptance of membership.
- (b) Upon failure of a student council to fill its designated number of positions from its representatives, it must select from its own body additional representatives to fill these vacant positions.

If, after a period of one week after deadline for submitting the names of Association representatives, a student council is still unable to fill the vacant position, the Student Activities Committee will select the representatives to the

Association from the constituency in which the vacancy or vacancies exist. The Student Activities Committee will submit the list to fill vacancies with students from the constituency that is unrepresented.

Section 4: Effect of Termination or of Suspension

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

Section 5: Voting Right

Each voting member shall have one vote only at a meeting of the Association. Members may vote by proxy provided that the proxy is executed in writing by the member and received by the Administrator in charge of Student Activities not less than 24 hours before the scheduled Association meeting. The proxy may be given only to a voting member of the Association and is valid only for the next scheduled meeting.

ARTICLE III: Meetings of Members

Section 1: Meetings

There shall be at least three (3) meetings of the Kingsborough Community College Association per academic year. The day designated may not fall on a legal holiday or a day when the College is not in session. Written notice of such meetings, signed by an officer, shall be given personally or mailed to each person who, at the time such notice is given, appears to be a person who will be entitled to vote as a member at such meeting. When such notice is mailed, it shall be directed to such person at his/her address as it appears on the records of the Association. Such notices shall state the place, date, time and purpose of the meeting.

1. The October meeting will be held for:
 - (a) the presentation of the members of the Board of Directors;
 - (b) election of committees;
 - (c) presentation of a written financial statement covering the prior fiscal year, which shall include income from student fees; incomes from other sources creditable to Association accounts, disbursements, existing reserves and surplus accounts;
 - (d) the transaction of financial and any other business.
2. The February meeting will be held for:
 - (a) the presentation of a certified independent audit performed by a public auditing firm, with review of the report;
 - (b) the transaction of financial and any other business; and
 - (c) a report from the Business Office based on income and expense for the July 1 – January 31st period.
3. The May meeting will be held for:
 - (a) the presentation of proportions for purpose of representation and allocation to student governments (Business, Evening, Liberal Arts, Math & Science, Public & Health Services) based on respective constituency contribution in the Spring semester;
 - (b) the presentation of the budget for the coming academic year; and
 - (c) the presentation of financial and any other business.

Section 2: Waiver

A meeting of the Association may be held at any given time, or any place and any action may be taken if $\frac{3}{4}$'s of the voting members of the Association waive, in writing, the provisions indicated in Article III, Section 1 or if $\frac{3}{4}$'s of the voting members appear at said meeting. An attempt shall be made to notify all members of any meeting.

Section 3: Quorum

The presence in person of a majority of the members of the Association entitled to vote shall be necessary to constitute a quorum for the transaction of any business at any meeting. If a quorum be not present, the presiding officer may adjourn the meeting at a time fixed by him/her not more than ten days later and written notice of such adjourned time shall be given by an officer to all members entitled to vote and who were absent, at least two days before such adjourned time.

Section 4: Order of Business

The order of business at meetings of the Association shall be:

1. Reading and approval of the minutes of the previous meeting
2. Reports of officers
3. Reports of committees
4. Presentation of directors (October meeting only)
5. New business

Section 5: Roll Call

One-fifth of those present at any Association meeting may request a roll call.

ARTICLE IV: Directors**Section 1: Numbers**

The property, affairs, business and concerns of the Association within the confines of established budgets and policies shall be vested in the Board of Directors consisting of thirteen (13) members, as follows:

1. The College President or his/her designee;
2. Three administrative members appointed by the College President;
3. Three faculty members appointed by the College President from a panel of six elected by the College Committee on Faculty Personnel and Budget; and
4. Six student members composed of the five student government presidents and one elected student government officer selected by the five student government presidents.

The members of the Board shall, upon election, immediately enter upon the performance of their duties and shall continue in office, if otherwise qualified until their successors shall be duly elected and qualified.

Section 2: Qualifications

All Directors shall be members of the Association and must be 18 years of age or over. All Directors shall possess the right to vote and have the right of full discussion.

Section 3: Duties and Meetings

The Board of Directors shall have the power to hold meetings at such time and place as it deems advisable, to appoint committees (at least one student shall be appointed as a member of each committee so organized by the Board of Directors), to employ necessary employees, to authorize proper expenditures and to take such other

measure as may be necessary or proper to carry out the purposes of the Association and to direct officers to sign and to execute all necessary and legal documents. The full membership of the Board of Directors less one administrator and one faculty member selected by the College President, shall constitute the Budget Committee. The Budget Committee shall be empowered to receive and review student activity fee budget requests and to develop and allocate a budget subject to the review of the Board of Directors for conformance with the expenditure categories set forth in the City University Bylaws, and as to whether they are inappropriate, improper or inequitable. Meetings of the Board of Directors may be called by the President of the Association whenever he deems advisable and meetings shall be called by him upon written request of any two members of the Board of Directors. Three days' notice of meetings of the Board shall be served personally or mailed to all Directors, unless such notice be waived in writing by seven directors or by the presence at such meetings of seven Directors. An attempt shall be made to notify all Directors of any meeting.

Section 4: Quorum

The presence of seven Directors, at least two of whom shall be students, shall constitute a quorum for the transaction of any business and the act of a majority of any meeting of the Board of Directors shall be the act of the Board. Each Director shall be entitled to one vote, Directors shall vote in person and not by proxy.

Section 5: Termination of Membership

- (a) Any member of the Board of Directors who ceases to occupy one of the administration, faculty or student positions specified in the foregoing section, or who ceases to be a member of the administration, faculty or student body of the College, shall thereupon immediately cease to be a member of the Association and his/her membership shall be deemed terminated as of that date.
- (b) Any member may withdraw from the Board of Directors by presenting to the Administrator in charge of Student Activities a written resignation which shall be presented to the Board of Directors by the Administrator in charge of Student Activities following receipt of such resignation. It shall be effective upon its acceptance by the Board of Directors.
- (c) Any member may be suspended for a period of time or expelled for cause such as violation of any of the bylaws of the Association. Such suspension or expulsion shall be imposed only by the vote of a minimum of seven (7) members of the Board. The member shall be notified of the charges by registered or certified mail, which notice shall contain the following:
 1. A complete and itemized statement of the charges brought against the member including the bylaws or regulations which he is charged with violating and the possible penalties for such violation.
 2. The time that, and the place where, the Board of Directors shall hold the hearing on the charges. Notice of at least 15 days before the hearing shall be given to the member, unless the member consents to an earlier hearing.
 3. The notice shall advise the member of his/her rights to present his/her defense, bring witnesses and have legal representation at the hearing.
 4. An appeal from the decision of the Board of Directors may be made to the membership at large before the decision of expulsion or suspension shall be effective. The membership at large may, after determining the appeal by a 2/3's affirmative vote of the voting members, modify the decision of the Board of Directors or reduce the penalty imposed by the Board of Directors, but may not increase the punishment.
 5. An appeal from the decision from the Board of Directors shall be made in writing to the President of the Association within 15 days after the decision of the Board of Directors is served upon the member suspended or expelled.

The decision of the membership shall be final and its determination of expulsion or suspension shall be effective immediately upon recording of the vote by the membership.

Section 6: Vacancies

Whenever a vacancy shall occur in the Board of Directors (administration, faculty, student), it shall be filled in the manner set forth for appointment in Section 1 of this Article. The new Director shall serve for the unexpired term of his predecessor.

Section 7: Compensation

No Director shall receive any compensation from the Association for services performed except by approval of the membership of the Association.

Section 8: Assessments

The Board of Directors shall have no power to impose any liability or assessments upon any member or members of the Association.

Section 9: Reports

The Board of Directors shall present at the May semi-annual meeting of the Association a report, verified by the President and Treasurer or by a majority of the Directors, showing the whole amount of real and personal property owned by it, where located, and where and how invested, the amount and nature of the property acquired during the year immediately preceding, the amounts appropriated or expended during the year immediately preceding such date, and the purposes, objects or persons to or for which such applications, appropriations, or expenditures have been made and the names and places of residence of the persons who have been admitted to membership in the Association during such year. Such report shall be filed with the records of the Association and abstract thereof entered in the minutes of the proceedings of the annual meeting of the Association.

Section 10: Liability

Directors and officers shall discharge duties of their position and shall not be liable if he discharges his duty under 717 and in accordance with provisions in 719 of the Not for Profit Corporation Law.

ARTICLE V: Officers**Section 1: President**

The College President or his/her designee shall be the President of the K.C.C. Association who shall serve as Chairman of the Association and who shall be chief executive officer of the Association and the Board of Directors. (S)He shall sign and execute, in the name of and on behalf of the Association, all documents required by the Association and shall perform such other duties as requested by the Board of Directors or as are reasonably incidental to the office.

Where there is no duly constituted Board of Directors and where a patent emergency exists, the Chairman may make discretionary decisions with the advice of the remaining members of the Board and after consultation with student leaders subject to the full approval of the duly elected Association in the Fall.

Section 2: Vice President

The Board of Directors shall elect one of the members of the Board as Vice President of the Association. The Vice President shall be elected for a term of one year but shall continue in office, if otherwise qualified, until his/her successor shall be duly elected and qualified. (S)He shall perform the duties of the Office of the President in case of death, absence or inability of the President to act. (S)He shall perform such other duties as requested by the President or the Board of Directors.

Section 3: Secretary-Treasurer

The Secretary-Treasurer of the Board of Directors shall be the Business Manager of the College. He/She shall be the Secretary and Business and Fiscal Officer of the Association. The Board of Directors may require the Secretary-Treasurer to furnish such bond or security as it directs, for the faithful performance of his/her duties. He/She shall keep the Seal of the Association and shall, when necessary, attest to the official acts of the President and Board of Directors. (S)He shall perform such other duties as requested by the President of the Board of Directors.

The Secretary-Treasurer is hereby authorized by the Board of Directors in accordance with Article VI, Section 2 of the bylaws, to invest and reinvest funds not immediately required to effect the purposes of the Association in Bank Certificates of Deposit, Bank Savings Accounts, U.S. Treasury Notes and Certificates without further action of the Directors. The Secretary-Treasurer may not utilize such funds for other than the enumerated items above without specific individual action of the Board of Directors.

Section 4: Vacancies

A vacancy in any office shall be filled by the Board of Directors for the unexpired term in such manner as provided above for the election to such office.

ARTICLE VI: Assets and Funds

Section 1: Ownership

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

Section 2: Disposition

All funds of the Association shall be deposited in an account or accounts in the name of the Association in a bank or banks designated by the President and shall be used solely to pay the proper expenses of the Association. Funds shall be withdrawn from such bank account or accounts only upon the written authorization and signatures of such other person or persons as the Board of Directors shall designate by resolution. The Secretary-Treasurer or his/her designee shall be a required signatory on all checks.

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

Section 3: Examinations and Audits

All books, records and accounts of the Association shall be subject to examination and audit by the City University of New York.

Section 4: Dissolution

In case of dissolution of the Association, surplus assets, if any, shall pass to the City University of New York for the purposes of Kingsborough Community College, pursuant to approval and order of a Justice of the Supreme Court of the State of New York.

ARTICLE VII: Amendments

Section 1: Procedure

There bylaws may be amended only at a duly held annual or special meeting of the Association by vote, in person or by proxy, of a majority of the members of the Association eligible to vote at such a meeting, provided that the purpose of the proposed amendment has been stated in the notice of the meeting. All amendments shall be subject to the approval of the College President and the Board of Trustees of the City University of New York.

ARTICLE VIII: Roberts Rules of Order

The Chairman shall be guided by Roberts Rules of Order in the conduct of the Association meetings.

ARTICLE IX: Governance

The Association shall operate consistent with the bylaws, policies and regulations of the City University of New York and any policies, regulations and orders of the College.

ARTICLE X: Child Care Center**Section 1: Organization**

The Child Development Center of Kingsborough Community College (the "Center") is a separately governed and financially independent subsidiary program of the Association organized for the sole purpose of providing quality day care to the children of students of the College. The Center shall be located on the campus of the College.

Section 2: Governance

The Advisory Board of the Center shall direct the management of the operations, property, affairs and concerns of the Center consistent with the provisions of these Bylaws, as written or amended.

Section 3: Disposition of Funds

All funds of the Center shall be deposited in an account or accounts in the name of the Association for the sole benefit of the Center. The Center's funds shall be used exclusively in connection with its purpose as set forth in Section 1, above. Funds shall be withdrawn from such account or accounts only upon written authorization and signature of each of the following persons: the Treasurer of the Center, the Executive Director of the Center, and the College's Dean of Student Life, or such other person or persons as the Center's Advisory Board shall from time to time designate.

Section 4: Annual Budget

The Center shall adopt an annual operating budget which shall be submitted to the Association Board of Directors for approval and incorporation into the Association budget. Financial commitments and expenditures by the Center shall be in accordance with the approved Center budget.

Approved by the Board of Trustees on March 26, 1984, Cal. No. 7.C, and amended on June 22, 1992, Cal. No. 6.N, and January 28, 2002, Ca. No. 8.B.