

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

HELD

JANUARY 28, 2008

AT BARUCH COLLEGE VERTICAL CAMPUS  
55 LEXINGTON AVENUE – BOROUGH OF MANHATTAN

The Chairperson called the meeting to order at 4:30 P.M.

There were present:

Benno C. Schmidt, Jr., Chairman

Valerie Lancaster Beal  
Wellington Z. Chen  
Rita DiMartino  
Hugo M. Morales  
Kathleen M. Pesile

Carol A. Robles-Roman  
Marc V. Shaw  
Freida Foster-Tolbert  
Jeffrey S. Wiesenfeld

Robert Ramos, ex officio

Manfred Philipp, ex officio (non-voting)

Jay Hershenson, Secretary and Senior Vice Chancellor for University Relations  
Jane Sovern, Deputy General Counsel for Legal Affairs  
Hourig Messerlian, Deputy to the Secretary  
Kisha Fuentes  
Towanda Lewis  
Anthony Vargas

Chancellor Matthew Goldstein  
Executive Vice Chancellor Selma Botman  
Executive Vice Chancellor Allan H. Dobrin  
President Dolores Fernandez  
President Ricardo R. Fernandez  
President Russell K. Hotzler  
President Edison O. Jackson  
President Marcia V. Keizs  
President William P. Kelly  
President Christoph M. Kimmich  
President Eduardo J. Marti  
President Gail O. Mellow  
President Tomas Morales  
President James L. Muyskens  
President Antonio Perez

President Regina Peruggi  
President Jennifer Raab  
President Jeremy Travis  
President Kathleen M. Waldron  
President Carolyn G. Williams  
President Gregory H. Williams  
Dean Michelle Anderson  
Vice Chancellor Ernesto Malave  
Vice Chancellor Garrie Moore  
Vice Chancellor Pamela Silverblatt  
Vice Chancellor Gloriana Waters  
Vice Chancellor Iris Weinshall  
Senior University Dean John Mogulescu  
RF President Richard F. Rothbard

The absence of Vice Chairman Philip Alfonso Berry, and Trustees John S. Bonnici, Joseph J. Lhota, Randy M. Mastro, and Sam A. Sutton was excused.

**Chairman Schmidt** called the meeting to order, and announced that the following notice, which had been widely distributed, would be entered into the record of this Public meeting:

"The meetings of the Board of Trustees of The City University of New York are open to the public, and the Board welcomes the interest of those who attend. The public has ample opportunity to communicate with the Board. Public hearings on the Board's policy calendar are scheduled one week prior to the Board's regular meetings and members of the public who wish to communicate with the Board are invited to express their views at such public hearings. Furthermore, the Board holds additional public hearings each year in all of the five boroughs at which members of the public may also speak. In addition, written communications to the Board are distributed to all Trustees.

The Board must carry out the functions assigned to it by law and therefore will not tolerate conduct by members of the public that disrupts its meetings. In the event of disruptions, including noise which interferes with Board discussion, after appropriate warning, the Chairman will ask the security staff to remove persons engaging in disruptive conduct. The University may seek disciplinary and/or criminal sanctions against persons who engage in conduct that violates the University's rules or State laws which prohibit interference with the work of public bodies."

**A. VIDEOTAPING OF BOARD MEETING:** **Chairman Schmidt** announced that as usual **CUNY-TV** is making available this important community service by transmitting the Public Session of this afternoon's meeting of the **Board of Trustees** live on cable Channel 75. The meeting is also being webcast live and can be accessed by going to [www.cuny.edu](http://www.cuny.edu). Future meetings of this Board will also be webcast live. The Public Session of this afternoon's Board meeting will be available as a podcast within 24 hours and can be accessed through the **CUNY** website.

**Chairman Schmidt** stated that I would like to begin our deliberations on a solemn note to indicate our profound and deeply-felt collective admiration for the late Chancellor Emeritus Albert H. Bowker, who served **CUNY** from 1963 to 1971. When he joined **CUNY** in 1963, there were four senior colleges and just a few community colleges. When he left in 1971, there were eighteen campuses offering associate and baccalaureate degrees, including six community colleges, and **The Graduate School and University Center**. Al Bowker's legacy at **CUNY** will long endure and we deeply mourn his loss.

I would like to welcome to the table **Pamela Silverblatt**, our new **Vice Chancellor for Labor Relations**, as well as **Gloriana Waters** who joins us in her new capacity as **Vice Chancellor for Human Resources Management**. Welcome to both of you.

**Chairman Schmidt** stated that I would like to congratulate **Trustee Wellington Chen** who was recently featured in a wonderful new book entitled *Chinatown New York: Portraits, Recipes, and Memories* by Ann Volkwein. It provides readers with a rich and insightful history of one of the great treasures of our City and nation.

I would also like to congratulate **Vice Chair Philip Alfonso Berry** and **Trustees Rita DiMartino** and **Hugo Morales** who were honored on December 6th by the New York City Hispanic Chamber of Commerce. **Vice Chair Berry** received the Trailblazer Award, **Trustee DiMartino** received the Hispanic Lifetime Leadership Award, and **Trustee Morales** was presented with the Hispanic Lifetime Scholar Award. I am also pleased to congratulate **Trustee Morales** on the award he received from the National Dominican Roundtable for over fifty years of distinguished community service. Congratulations.

**Chairman Schmidt** stated that I would like to thank **Trustee Jeffrey Wiesenfeld** for hosting a very successful and well-attended event on January 10th in celebration of the 40th Anniversary of **Lehman College** at the Alliance Bernstein LLP Corporate Headquarters. Thank you, **Jeffrey**.

**B. COLLEGE AND FACULTY HONORS:** Chairman Schmidt called on Trustee Valerie Lancaster Beal, who announced the following:

1. **Hunter College** Department of Chemistry and Biochemistry was recently featured in *Chemical and Engineering News* as being in the top 100 chemistry departments in this country, and one of the top few in terms of women faculty members. Congratulations!
2. **Queens College** is a leader in the number of black graduates who have completed Ph.D.s in English according to a recent study published by the Association of Departments of English. This performance puts **Queens College** ahead of several Ivy Leagues nationally. Congratulations!
3. Two **Bronx Community College** music professors have recently received honors in their field: Benjamin Yarmolinsky was awarded the 2007-2008 American Society of Composers, Authors and Publishers plus award in the Concert Music Division, and Thomas Cipullo received the Aaron Copeland Award, Summer 2007. Congratulations!

**C. STUDENT AND ALUMNI HONORS:** Chairman Schmidt called on Trustee Kathleen M. Pesile, who announced the following:

1. **Queens College** 2007 Graduate Ross Herskovitz was recently cited by Councilman James Gennaro for his bravery and will be honored early next month by his local community board for rushing inside the burning home of an elderly and disabled neighbor and bringing him out from a second floor window to safety. Keep up the good work, and congratulations!
2. Special congratulations are in order to **York College** for initiating and implementing its first annual student scholarship benefit concert featuring off-Broadway's Three Mo' Tenors who played to a packed house. Keep up the good work!

**D. GRANTS:** Chairman Schmidt presented for inclusion in the record the following list of grants and bequests of \$100,000 or above received by the University subsequent to the November 26, 2007 Board meeting.

#### **BRONX COMMUNITY COLLEGE**

1. \$150,000 **METLIFE FOUNDATION** to Wach, H., History Department, for "Student Support."

#### **HUNTER COLLEGE**

1. \$2,185,554 **BREAST CANCER RESEARCH FOUNDATION** to Bargonetti, J., for "Estrogen Influences on the p53 Checkpoint in Breast Cells."
2. \$1,005,864 **NEW YORK CITY DEPARTMENT FOR THE AGING** to Fahs, M., for "Research Project on Senior Centers."
3. \$849,982 **UNITED STATES EDUCATION DEPARTMENT/NATIONAL INSTITUTE ON DISABILITY AND REHABILITATION RESEARCH** to O'Neill, J., for "Rehabilitation, Research and Training Center for Improving Employment Outcomes."
4. \$559,554 **NEW YORK STATE EDUCATION DEPARTMENT** to Ediger, A., for "Manhattan/Staten Island Bilingual Education Teacher Assistance Center."
5. \$313,375 **NEW YORK CITY ADMINISTRATION FOR CHILDREN'S SERVICES** to Goodman, H., for "Delivery of Social Services Training/Education to Employees of New York City through Innovative Learning Technologies: Videoconferencing and Distance Learning for NYC Employees."
6. \$300,000 **NEW YORK STATE HEALTH FOUNDATION** to Freudenberg, N., for "CUNY Campaign against Diabetes."

7. \$282,237 **NEW YORK STATE EDUCATION** to Walsh, E., for "Liberty Partnership Program."
8. \$259,800 **HENRY LUCE FOUNDATION** to Henderson, A., for "Claire Booth Luce Undergraduate Research Awards."
9. \$251,000 **NEW YORK CITY HUMAN RESOURCES ADMINISTRATION** to Goodman, H., for "Delivery of Social Services Training/Education to Employees of New York City through Innovative Learning Technologies: Videoconferencing and Distance Learning for NYC Employees."
10. \$249,998 **UNITED STATES ADMINISTRATION FOR CHILDREN AND FAMILIES** to Mallon, G., for "National Resource Center for Family-Centered Practice and Permanency Planning."
11. \$231,448 **UNITED STATES EDUCATION DEPARTMENT** to Cantarella, M. and Oliver, C., for "Ronald E. McNair Post Baccalaureate Achievement Program."
12. \$230,398 **NEW YORK STATE EDUCATION DEPARTMENT** to Kinsler, K. and Gamble, E. M., for "IBSIP and Novice Teacher Program."
13. \$213,175 **UNITED STATES DEPARTMENT OF ENERGY** to Matsui, H., for "Room-Temperature Synthesis of Semiconductor Nanowires by Templating Collagen Triple Helices..."
14. \$154,493 **UNIVERSITY OF CALIFORNIA-LOS ANGELES/AUTISM SPEAKS** to Siller, M., for "Promoting Communication Skills in Toddlers at Risk for Autism."
15. \$153,945 **NATIONAL INSTITUTES OF HEALTH** to Melendez-Vasquez, C., for "Actomyosin Motors and Mechanism of Myelin Formation."
16. \$151,738 **NEW YORK STATE OFFICE OF CHILDREN AND FAMILY SERVICES** to Mallon, G., for "Post Graduate Certificate in Adoption Therapy."
17. \$137,570 **NEW YORKERS FOR CHILDREN** to Mallon, G., for "Walking the Path Program."
18. \$137,048 **NEW YORK STATE EDUCATION DEPARTMENT** to Patti, J., for "Leader Component of the TLQP Project."
19. \$130,000 **UNITED STATES DEPARTMENT OF ENERGY** to Alexandratos, S., for "Immobilized Ligand-Modified Scaffolds: Design, Synthesis and Ionic Recognition."
20. \$110,054 **NORA RESEARCH SUPPORT ASSOCIATED WITH INDUSTRIAL HYGIENE PROGRAM** to Caravanos, J., for "Educational Resource Center: Industrial Hygiene."
21. \$100,000 **JEWISH COMMUNAL FUND/BARBARA AND DONALD JONAS FAMILY FUND** to Nokes, K. and Nickitas, D., for "Enhancing Student Nurse Literacy in Electronic Medical Record Technologies: Who Will Care for Me?"

#### JOHN JAY COLLEGE OF CRIMINAL JUSTICE

1. \$330,000 **UNITED STATES DEPARTMENT OF JUSTICE, OFFICE OF COMMUNITY ORIENTED POLICING SERVICES (COPS)** to Scrivner, E., John Jay Leadership Academy, for "Real-time Decision Making for Public Safety Executives."
2. \$296,656 **NATIONAL INSTITUTE OF JUSTICE** to Jeglic, E. and Mercado, C., Psychology Department, for "Sex Offender Management, Treatment, and Civil Commitment: An Evidence Based Analysis Aimed at Reducing Sexual Violence."
3. \$283,419 **STAVROS S. NIARCHOS FOUNDATION** to Andreopoulos, G., Center for International Human Rights, for "Policing Across Borders: Strengthening the Role of Law Enforcement in Global Governance."
4. \$265,883 **CENTERS FOR DISEASE CONTROL** to Ehrensaft, M., Psychology Department, for "Can Family Based Prevention of Conduct Problems Prevent IPV Development?"
5. \$206,424 **UNITED STATES DEPARTMENT OF EDUCATION** to Carpi, A., Science Department, for "Improvement of Postsecondary Education (FIPSE) Invitational Priority A."

**KINGSBOROUGH COMMUNITY COLLEGE**

1. \$500,000 **CONSORTIUM FOR WORKER EDUCATION** to Katz, S. W. and Schulman, S. for "Jobs To Build On."
2. \$481,392 **NEW YORK STATE DEPARTMENT OF LABOR** to Katz, S. W., Continuing Education, for "Limited English Proficiency and Contextualized Learning in the Workplace."
3. \$305,000 **ROBIN HOOD FOUNDATION** to Singer, R., for "Opening Doors Learning Communities."
4. \$253,849 **NEW YORK STATE DEPARTMENT OF EDUCATION** to Wilson, R., Student Development, for "Liberty Partnership."
5. \$194,000 **NATIONAL AERONAUTICS AND SPACE ADMINISTRATION** to Goodrich, C., Physical Sciences, for "Thermal Evolution, Aqueous Alteration and Differentiation of the Ureilite Parent Body."
6. \$165,000 **NEW YORK CITY DEPARTMENT OF EDUCATION** to Stoopack, J., for "Career Pathways-Tech Prep Program."
7. \$150,000 **METLIFE FOUNDATION** to Singer, R., for "Community Colleges and Pathways to Student Success."
8. \$142,947 **NEW YORK STATE EDUCATION DEPARTMENT** to Bartolomeo, M., for "Perkins IV – Health Careers."
9. \$134,887 **NEW YORK STATE EDUCATION DEPARTMENT** to Basile, E., for "Perkins IV – College-Wide Career and Technical Education Initiatives."

**LAGUARDIA COMMUNITY COLLEGE**

1. \$2,500,000 **NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION** for "Willets Point Workforce Assistance Program."
2. \$125,000 **METLIFE FOUNDATION** to Arcario, P., for "GED/Business."

**MEDGAR EVERS COLLEGE**

1. \$325,573 **UNITED STATES DEPARTMENT OF EDUCATION** to Lake, A. and Nyameh, A., for "Upward Bound Program."
2. \$166,838 **UNIVERSITY OF HOUSTON DOWNTOWN/NATIONAL SCIENCE FOUNDATION** to Austin, S., for "Increasing Geoscience Student Participation."
3. \$151,058 **NATIONAL SCIENCE FOUNDATION** to Carroll, M. and Catapane, E., for "STEP Into Science Program."
4. \$100,000 **THE AFTER SCHOOL CORPORATION** to Lake, A. and Brathwaite, A., for "The Oasis After School Team."

**QUEENS COLLEGE**

1. \$442,071 **UNITED STATES DEPARTMENT OF EDUCATION** to Anderson, P., Office of the Vice President for Student Affairs, for "Upward Bound Program."
2. \$372,189 **NATIONAL INSTITUTES OF HEALTH** to Halperin, J., Psychology Department, for "Predictors of ADHD in Preschool Children."
3. \$165,200 **NATIONAL INSTITUTES OF HEALTH/UNIVERSITY OF PITTSBURGH** to Brumberg, J., Psychology Department, for "Corticothalamic Neurons in Sensorimotor Cortex."

4. \$136,603 **NATIONAL INSTITUTES OF HEALTH/RUTGERS UNIVERSITY** to Melendez, A., Biology Department, for "Genetic Bases of Sarcopenia and Muscle Healthspan in *C.elegans*."

#### COLLEGE OF STATEN ISLAND

1. \$205,126 **NEW YORK STATE DEPARTMENT OF EDUCATION** to Kijne, H., for "Workforce Investment Act."
2. \$151,090 **NEW YORK STATE DEPARTMENT OF EDUCATION** to Kijne, H., for "Title II Services at a One-Stop Center."
3. \$149,723 **NEW YORK STATE DEPARTMENT OF EDUCATION** to Kijne, H., for "English Language/Civics."
4. \$130,934 **UNITED STATES DEPARTMENT OF EDUCATION** to Kress, M. and Daniels, M., for "Promoting Educational Excellence for Students with Disabilities – People Tech."

#### E. ORAL REPORT OF THE CHANCELLOR: Chancellor Goldstein presented the following report:

I would like to start with your indulgence about my recollection of Albert H. Bowker. Al Bowker was a dear friend of mine for many years. I knew Al through the world of mathematics and statistics and we hear much about his work here at this University, and I would say that he really set the tone for bold, imaginative and courageous work for chancellors that came after him. Let me talk a little about the Al Bowker that I knew and reflect about how diverse his interests were and how profound his impact was not only in higher education as an administrator but as a mathematician and a very fine statistician.

Al Bowker started his career at MIT where he studied mathematics and then in the early 40's he went to Columbia University, which at that time was considered the place to study statistics here in the United States. Many of the students in their Ph.D. program started at **CCNY**. You would like to know that President Williams. Many of them went out to Stanford when Al Bowker left with a Ph.D. from Columbia University. That is where he met his wife, Rose Sitgreaves, who was also a very fine statistician and it was actually through Rose that I got to know Al Bowker well because Rose started an area in statistics called discriminate analysis and several decades later I put together a much more theoretical foundation of that subject, so we had that kind of professional connection between the two of us. Al and I at that point became very good friends.

When he left Columbia with a Ph.D. he went to Palo Alto where he essentially started a statistics department almost from scratch with many of the people who were trained at Columbia with him and many of them were **CCNY** students to start with, people like Seymour Geiser and Fred Holtz and a whole series of very fine people. He got the attention of the president of Stanford University at that point and was appointed Dean of the Graduate School at Stanford. Stanford in those days was not the powerhouse that it is today and he left his imprimatur on their Graduate School in a very profound way, recruiting some of the most able and promising young scholars who were trained more in the east and in the midwest and made their way out to Palo Alto.

It was at that time that people on the other coast, mainly the east coast, got to know about Bowker's work at Stanford University and he did come in 1963 and stayed to 1971 and the work that he did was well summarized. After leaving **The City University of New York** he went back to the west coast and he became Chancellor of the University of California at Berkeley where he stayed for almost ten years and really did very important work, also building up some critical departments. Mathematics was very strong at that time, but he built it up to the extraordinary place that it is today.

In the early 80's he returned back to Washington where he had spent a little time before but in an official capacity serving as Assistant Secretary for Post Secondary Education, a post that has not been filled since Al Bowker did that. He then came a little north, stayed on the east and worked with Johnny Toll, a very fine physicist who was then the President of the University of Maryland System and really built up Maryland as that very strong institution and then completed his work back at **The City University of New York** where he had a position as Vice President for Research at the Research Foundation of **The City University of New York**.

Al was a big opera fan. We had that in common. We would exchange books, he would tell me about books he thought I would like and I did the same with him. He was a dear friend, someone who I learned much from, somebody whom I deeply admired. He cared deeply about this great University and I will miss him and this University owes him a debt of gratitude for the wonderful work that he did. I subscribe to what you said **Mr. Chairman**, we will surely miss him.

**Mr. Chairman**, several months ago I reported to you and the Board that our University, in response to the horrific events at Virginia Tech University, was moving forward with an enterprise-wide solution that would notify our students, faculty and staff of an emergency as it is occurring. I asked our **Executive Vice Chancellor and Chief Operating Officer Allan Dobrin** to lead an initiative to put together a system of communication and I am pleased to report that last week we launched the first phase of the new **CUNY ALERT** system.

Phase 1 consists of our students, faculty and staff pre-registering to receive emergency alert messages. These messages can be delivered in an audio format (phone calls), as emails, or as text messages. Phase 2 will be the launch of the notification system when activated in March, and will send emergency messages to the registered individuals at a particular college and, if necessary, University-wide.

I am pleased to say that **CUNY ALERT** is a true joint venture between **The City University of New York** and the New York State Office of Emergency Management (SEMO). **CUNY ALERT** is modeled after NYS ALERT and the SUNY Alert System and could not be implemented without their participation and partnership.

We have and will continue to work with the college presidents to get the message out about the availability of such an important tool. I hope we never have to use the system, but it gives me comfort, and I am sure it comforts all of us in our University knowing that such critical information can be shared in a timely way when necessary. **Executive Vice Chancellor and Chief Operating Officer Allan Dobrin**, thank you for rising to the occasion in the way that you did and we deeply appreciate the very good work that you did.

The main event in my presentation is to set the stage for a discussion by **Vice Chancellors Ernesto Malave and Iris Weinshall** on the recommendations that Governor Spitzer has provided in his Executive Budget which was released on January 22nd and the Preliminary Budget that Mayor Bloomberg just released at the end of last week. I am not going to discuss any of the numbers, I will leave that to both **Vice Chancellor Malave** and **Vice Chancellor Weinshall**, but I do want to set the tone for the discussion.

For the Executive Budget, all eyes were focused on the recommendations that came out of the Commission on Higher Education and all of you here, Board members and the rest of us around this table know that we at this University played a very prominent role in shaping the recommendations that were delivered to the Governor as a preliminary report in the very early part of December of last year.

Some of the highlights for us were the endorsement of the New York State COMPACT, which was very strenuously and enthusiastically embraced by the full Commission and very much embraced by this Governor. The investment of 2,000 faculty at both **CUNY** and **SUNY** and, of course, that investment is over and beyond the investment that we will continue to make at this University. This continues to be a very high priority for us.

I would say the third area for this University that we have much interest in, and are helping to shape, is an innovation fund which the Commission on Higher Education recommended at about a \$3 billion level to be expended over a ten-year period. The purpose of the fund is to engage mainly the universities in the State of New York in basic and applied research that have direct linkages to creating a more fertile economic environment in the state, creating jobs, serving as an attractor for new businesses and to create a sense of importance in the work of all that we do, mainly in the sciences, in the engineering sciences as well.

We knew that these were the areas that we were going to spend most of our time thinking about when we listened to the Governor's speech at the State of the State on January 9th, and when he put together the Budget on the 22nd. What many of us were surprised about was the vehicle that he was proposing to fund a lot of the investment that is called for in the Commission Report that we shared with him. The vehicle is not a complex idea, it has been tried and

discussed at other states in the United States and it is basically to extract value out of the cash flow that comes as revenue to the State of New York through the New York State Lottery, which is on a yearly basis between \$6 and \$7 billion a year. The Governor's idea is to create the net present value of that cash flow over a period of years and as a result of that monetize that cash flow as a single amount of money that could be put into an endowment which would be generating revenue that can support much of what we had hoped to see in the Governor's Executive Budget.

Clearly this is something that would need legislative approval and the Governor is now, as I understand it, in serious discussions with a consortium of investment bankers who know how to put together a transaction like this, of course, but also to start the process of engagement with the legislature because there are issues outside of the financial transaction that people will be concerned about. In this budget we do not see investment, but the investment is anticipatory as the vehicle of this transaction is connected with the lottery.

What we did see in the budget is a very clear statement of stability, especially at the senior colleges. Our mandatory costs are essentially covered with the exception of a small amount of money—it does not sound that small—but relative to our base it is about \$16 million, which is under the rubric of efficiencies and we are hopeful that we will be able to work with the legislature to get that righted and then perhaps some further investment.

We start with what I would call stability and, of course, stability is a word that can become unstable if, indeed, we see a further serious erosion in the revenues that are coming into the State of New York, largely as a result of the very severe and deep problems that we have seen in the fixed income market for securities. You have heard about the structured investment vehicles, the collateralized debt obligations, all of these things, mortgage backed securities that have created havoc in the financial services industry.

Much of the budget that the Governor was planning on was predicated on a certain amount of profitability in Wall Street and a number much higher than what was realized in 2007, and so about two-thirds of the fiscal year we were doing fine, but the last third of the year things fell apart. On an ongoing basis it is not clear where indeed revenues are going to be. I hedge a bit when I say stability. The budget that is coming out of the Governor that will now be remanded for discussion at the legislature has a very strong starting position in terms of stability. Investment hopefully will come as a result of the vehicle that I have just very briefly described.

The area that I feel much less enthusiastic about on a coming out of the gate basis is the Capital Budget. While it is true that the Capital Budget is the largest that has been proposed in the history of **The City University of New York** by a Governor, it is woefully inadequate to deal with many of the deep needs that we have here at this University. We have an aged infrastructure and it was only in the last maybe fifteen years where money was starting to come into the system for rehabilitation and building new buildings. We need a lot more support on the Capital side and that is going to be something that **Vice Chancellor Iris Weinshall** will talk about shortly. We have some work to do there.

Most of the projects that we have in the pipeline now will have sufficient funding to carry them through to fruition. The thing that I worry about, **Mr. Chairman**, is the new projects that a great University has to depend upon and we have to go out and project these costs and needs maybe a decade or half a decade ahead. We have some work to do on the Capital side.

On the Preliminary Budget that the Mayor has proposed, and the Mayor will come out with his final Executive Budget in the Spring, there are problems for the community colleges both on the Operating side and on the Capital side. We have a lot of work to do here.

**Statement of Vice Chancellor Ernesto Malave:**

Good afternoon, everyone, and happy New Year. Let me first tell you what you have before you. You have the final version of the **CUNY** Budget Request, which includes all the individual college investment programs, that was not included in the summary documents from before. At your leisure feel free to go through that. I will be going over a PowerPoint presentation entitled the 2008-2009 New York State Executive and New York City Preliminary Operating Budget, which is this document here and I will go through it very quickly.

On page 2 and beginning with the senior colleges, the Operating Budget for the senior colleges totals a little under \$1.7 billion, which represents a net increase of \$35.9 million or a 3.6% increase above the current year's adjusted budget. That \$35.9 million is a net figure. It is all in the form of additional State aid of \$35.9 million or 3.6%. As you can see on page 3, when I refer to it as a net figure, it includes \$52.7 million to fund all of the University's fringe benefit costs, new building rental costs and all the inflationary increases. All the mandatory costs you have built into your budget are all accounted for in this budget.

In addition, outside of the University's Operating Budget, which is included in the document that was approved by the Trustees, we had requested \$8.5 million to cover our energy costs. While the State did not include that in the Operating Budget, it did create a revenue pool outside of the University's Operating Budget of \$8.5 million for **CUNY**. Our energy needs, whether they are \$8.5 million, or whether they are \$11 million they are going to be fully covered in this budget. Although we have a challenge, all of our mandatory, continuing costs are financed. All the resources that we received for COMPACT 1 and COMPACT 2 are all rolled into the base budgets and colleges will be able to continue making those investments.

I will go to the third point before I come back to the second one. The \$35.9 million, I said was a net number, the \$52.7 million is the increases. There are \$16.7 million in decreases to be achieved through efficiencies and there were also, not uncommon for executives, the elimination of various legislative add-ons, in this case \$652,000 that the legislature added to the SEEK program and a half a million dollars that was added for the Joseph S. Murphy Institute. Those were the negative figures.

The new investment initiative in the Executive Budget was a million dollar increase for the expansion of nursing programs. You should know that while that is included in the senior college budget those funds will be available for community colleges as well. On page 4 you will see the numbers that I just referred to in a different form, the overall increase of 3.6% of State aid and 2.2% overall.

On page 5 you will note as the Chancellor indicated that the budget does not fund and provide the funding that we needed to cover the investment program that we had asked for in the Budget Request. If you take into account the reduction of \$16.7 million and the requested amount that we had for investment, the shortfall is \$74.2 million and that is what we would need if we wanted to get our entire Budget Request financed.

The Chancellor indicated the little bit of uncertainty is that the investment program that is not scheduled for 2009 but 2010 is to be, in part, financed for the \$4 billion endowment which requires the legislature to approve a scheme that the Governor has through the State lottery. We will know about that as the legislature considers it in the Adopted Budget. If there is an Adopted Budget condition that includes an endowment, then we can anticipate some measure of investment, except it will not begin in 2009 but in 2010.

On the next page you will just see the numbers very quickly. If you look at the mandatory needs, we had requested \$62.9 million in mandatory needs and as you can see that is virtually covered in the Executive Budget. The reason for the \$1.7 million difference is basically rounding areas on the fringe benefits, so it is not a real concern.

The shortfall is in the programmatic initiatives. We had sought \$21.4 million in additional State support to finance the COMPACT and we had sought \$33.2 million in revenues from a tuition increase of 5%. The Governor did not propose a tuition increase in the Executive Budget, thus the \$33 million that we were anticipating to fund the investment program is not there. When you combine that with the shortfall of \$17.9 million you have a \$72.5 million shortfall and that is what we are going to invite the legislature to consider so we can begin an investment program in 2009.

For the community colleges the Executive Budget includes a number of positives and negatives. The first one is a \$3.1 million reduction in community college aid associated with a reduction in the funding for FTE. Like those two other items for the senior colleges, the so-called legislative add-ons, last year the legislature added a \$50 base aid increase. The Executive is reducing that in this Budget. You should know we had asked for it in this Budget Request, an increase in funding of \$200 per FTE in order to fund the investment program. On the other side of the ledger, because of the enrollment growth which continues at the community colleges we did receive a \$2.1 million increase in funding for that, which sort of offset the reduction.

**Borough of Manhattan Community College** received the State's share of a \$5.4 million request that we have for new building needs. That is a very positive development and we would expect the City of New York to match that as they always do. Very important, the last dot point, that the maintenance of effort provision, which requires the local sponsor, in this case the City of New York to provide the same level of funding as in prior years is maintained in the Executive Budget. That is the State Budget. On the State side, as the Chancellor indicated, we have a challenge to meet, to sort of offset that 1%, which is less than a 1% reduction of \$16.7 million and, of course, we will be inviting the legislature to assist us with an investment program.

On the City side for the community colleges, as the Chancellor indicated, it is a little bit more challenging. The Mayor's Executive Budget is not released until the end of April or early May, after the Mayor is able to ascertain the effect of the State Adopted Budget on the City, he looks at all the revenues that are available and then makes a final determination. As we speak, it includes a net reduction of \$28.9 million and that includes reductions that were already in place plus an additional reduction of \$9.4 million that was added. You will recall that the Mayor invited us to participate in a peg exercise. Well, we did and they have accepted all the recommendations and they actually added a little bit more to that. On the positive side the Mayor's Executive Budget includes financing for mandatory needs in the area of collective bargaining, fringe benefits and pensions.

Outside of the community college budget, the City of New York's budget also includes recommendations to eliminate a lot of programs that largely support the senior colleges. In this case the \$11.2 million Peter F. Vallone Scholarship Program, which largely benefits senior college students is pegged for elimination. This is not new, it is a City Council initiative and the Mayor, as any other Mayor, would require the Council to restore it. But, nevertheless, in these more challenging environments it becomes a heavy lift.

On page 9 the Budget—this is simply just for information purposes, because I do not think this is a real cut, but the current Preliminary Budget does not include funding for the **CUNY** Accelerated Study in Associate Programs (ASAP) that the University launched this year for the **CUNY** Prep Program. Those are two programs that were funded under the City's Poverty Commission and we have been told that once the Poverty Commission makes a determination as to whether to continue the programs the dollars would flow. We expect these dollars assuming a positive response from the Commission to find its way into the Executive Budget. Like the Peter F. Vallone Scholarship Program the budget does not include funding for the Citizenship and Immigration Project and the Black Male Initiative among other initiatives that are the favorites of the City Council.

Finally, on page 11 the Governor's Executive Budget included a new financial aid program for veterans in the City of New York, not only from the Persian Gulf conflicts, but going back to the Vietnam conflicts and Afghanistan, so New Yorkers who are veterans in effect have a tuition free program for up to \$3,550 for any college in the State of New York, both public and private except that it is no more than the \$4,350, which is the tuition level at the State University of New York.

As the Chancellor indicated, we have a fairly stable environment. We clearly do not have an investment environment yet, but we have a very stable environment going forward and assuming that there is no further collapse in the financial markets that will require the State of New York to make any midyear adjustments. On the City side we worry a little bit about the community colleges because we are looking at a cut to the senior colleges from the State of New York, as well as a cut from the City of New York. As you know, the City Council is now involved in considering what to restore and it is a very difficult environment for the City Council of New York.

Last year they restored all of our funds, did not give us investment in what was a very good year for the City of New York financially. That is no longer the case so they are going to have to struggle to make a restoration in this environment, but we are going to be working very hard with the Council and we still have plenty of time between now and the time that the Mayor issues the Executive Budget. Thank you.

**Statement of Vice Chancellor Iris Weinshall:**

In your packets you will find a one page summary of the State Budget. As the Chancellor noted we have our work cut out for us and challenges ahead. I think one has to look at the positive and not so much the negative. We got an increase of \$2.8 billion in our Capital Budget and the State re-appropriated \$2.6 billion. So going forward over five

years we have \$5.4 billion.

Having said that, in the area of existing and new projects we were a tad disappointed in the appropriations made by the State. They did appropriate \$960 million for existing and new projects and what that means is we have a number of projects in construction, and because of inflation and delays and various other reasons we are going to have to add money to those projects to complete them, and that will leave us a little bit more money to start new projects.

At a previous Board meeting I talked about critical maintenance and critical repair and that was a category that the State embraced both on the **CUNY** and the SUNY side and they have budgeted \$1.4 billion for critical maintenance over five years. They have chosen to appropriate only \$284 million for each of the successive five years. This is a positive note because it is the first time they have acknowledged that we have critical maintenance issues at **CUNY** and the category in which we can use this money is very broad. So we are now working to come up with a list of projects that we feel that we can get done in the next year because they would like to see that money spent right away.

On the State side I will note again we were a little disappointed. Our program was rather robust and we thought full of some very good projects, but I do not think one can really sneeze at a \$5.4 billion five-year plan and we have a lot of work ahead of us. On the community college side the news was not as good. Although they gave us \$250 million new dollars to spend and they re-appropriated the money from last year, another \$326 million, which gives us now about \$586 million, they did not acknowledge a critical maintenance piece on the community college side. As I have noted before that will just add to the gap.

As I have made in presentations before, really the areas that are in most need, not to say that the four year schools are not, but the community colleges clearly need a lot of work in the critical maintenance area. Their rationale for that was their concern that they appropriate the money and then the City does not match it and then that appropriation would just be sitting there unmatched. It was quite a disappointment for us not to have a little bit of money on the community college side.

On the City side the news is better from the Capital viewpoint. We had some very good news from City OMB and, in particular, it was good news for the community colleges. They have fully funded the building under construction at **Medgar Evers College** so we will not have to go back to the City, we will have enough funds to finish that building. They have also appropriated money for the new North Instructional building at **Bronx Community College**. They gave us half of what we asked for, but they are very positively inclined to give us the rest of it. So we feel good about that. The best news is on Fiterman Hall. They had pushed out money for Fiterman Hall in the out years, they have moved it back now into 2010 where we could use it and they are looking forward to having a conversation with us to finally fully fund Fiterman Hall.

We feel fairly confident on the City side that the community colleges have gotten at least the money that we need to get those projects done. Clearly though we need to talk to the State and the City more about the community colleges and that is really where the challenge lies for us going forward.

**Statement of Trustee Hugo M. Morales:**

One of the things that you described **Mr. Chancellor**, is that you started an ALERT system, which I think is very critical and very important and you also stated that you hope that it will never be used. My feeling is that one of the best ways to avoid this is to perhaps in the near future develop a central office just related to the mental hygiene services in the University, which will have the interaction with all of these campuses and advise all of the students the best way how to deal with a psychological problem. I think that will be something to prevent any tragic consequence in the future.

We know that the amount of anxiety, depression and suicide amongst students is very high. Just last week I learned about one student who was overwhelmed and today he is in the medical center, he tried to commit suicide. I believe that the development of a central office for mental hygiene services will be a necessary and very important component in the City University. I hope that will be developed in the near future.

**Chancellor Matthew Goldstein** continued with his oral report, stating that we are very concerned about counseling, professional counseling, especially mental health counseling and there is now a spirited discussion here at the **Central Office** and I would like to bring you in, **Trustee Morales**. You are a distinguished psychiatrist and I think you could help with some of our thinking. So I will be in touch with you to see how we construct some of this.

Getting back to the budgets that we have right now presented to us, we have a lot of work to do, I would say especially on the Capital side here we have probably the greatest likelihood of getting further consideration in the legislature and we will be working vigorously in that regard. It is true that we have \$5.4 billion and that sounds like a tremendous amount of money, but it has to be factored in with the notion that this University for many decades really just piled on lots and lots of unmanaged physical facilities, so we have so much to really catch up on, but I am optimistic that we will get our word across.

The other thing that I think **Vice Chancellor Iris Weinshall** will agree with is that when the Governor started talking about the five-year Capital program, there was an intention of creating a lockbox here, you start out with this program that both the Governor and the legislature would agree to and there will be no further intrusion into those dollars. I believe that there is some rethinking about that which would give us an opportunity over the next couple of fiscal years to get further enhancement. We do have a lot of work to do but I think we will prevail to a much larger extent.

Let me just finish up, **Mr. Chairman**. We have a **CUNY** Legislative Action Council that we are working with on communications and outreach. When I addressed the Council of Presidents last week I emphasized the need for all of us to educate the legislature. You know, it is not just outreach and it is not just lobbying to get a further consideration for more resources, we really have to educate so many members of the legislature on critical elements that will allow this University and SUNY to do the work that they are capable of doing. We have a lot of that work ahead of us.

I have asked five presidents to serve as borough coordinators for meetings with the legislature, **Ricardo R. Fernandez** from the Bronx, **Edison O. Jackson** from Brooklyn, **James L. Muyskens** from Queens, **Jeremy Travis** from Manhattan and **Tomás D. Morales** from Staten Island and those meetings have started to take place and more will be happening. I will be up in Albany on Wednesday testifying in front of the Assembly Ways and Means and Senate Finance Committee on my observations of the Governor's Executive Budget and where I think challenges remain for us.

I am working with a number of members of the Commission on Higher Education to put some texture on the innovation from this \$3 billion innovation fund and my other colleagues are John Sexton of NYU, Joel Seligman of the University of Rochester, along with John Clark, the Interim Chancellor of SUNY, and we will have recommendations very soon with respect to how we believe the innovation fund should be structured and hopefully that will see the light with that revenue that we hope will be forthcoming through this vehicle that I mentioned earlier.

On February 16th, we will host the annual **CUNY** Luncheon during the Black, Puerto Rican, Hispanic, and Asian Legislative Conference in Albany. That is an event that gets many of the legislators to our luncheon and gives us an opportunity to talk about the things that we need beyond that which is provided in the Governor's budget. We are working now with the Governor's office on the 30-day amendment period. This is a period which allows the University to appeal to the Governor on technical changes to the proposed budget and we are certainly working closely with the Mayor's office and the City Council on enhancements to the Preliminary Budget of the City of New York.

I would like to just mention that **Secretary and Senior Vice Chancellor Jay Hershenson** and **Vice Chancellor Garrie Moore** are working with the **University Student Senate** and student leaders on a new training program called Student Investment Ambassadors (SIA) to establish a cadre of speakers and educational advocates inspired by the eloquent testimony of so many of the students during the hearings that were held on the Commission on Higher Education.

You all know that 2005 through 2015 continues to be "Decade of Science" at this University. I am pleased to inform the Board that the New York City Science and Engineering Fair, which approximately has gone on for about sixty years here in the City, and which in the past been run by the New York Academy of Sciences along with collaborations through Polytechnic University, is now a **CUNY**-run event. We were chosen by the DOE to take on

that important effort, approximately 100 CUNY faculty have signed up to serve as judges and it gives us a wonderful opportunity to work with promising young students in the high schools who express interest in science.

We are also very much involved in the first annual World Science Festival that will take place. This is an international effort that will take place in the City of New York, the brainchild is our friend Brian Greene, a very renowned physicist and mathematician at Columbia University who thought up the idea of creating a Davos kind of event in a yearly way here in New York City and CUNY is going to be very much a part of this World Science Summit.

Finally I would like to congratulate **President Jennifer Raab** on being selected by the ABA as one of twenty members of the DirectWomen Board Institute's Class of 2008. The Institute and workshop are designed to develop and support the placement of women lawyers on corporate boards of major public companies. **Jennifer**, congratulations, that is a singular honor for us.

Lastly, **Mr. Chairman, Baruch College**, and I want to congratulate **President Kathleen M. Waldron** on this, was the recipient of the Theodore Hesburgh Award this year, which is a very prestigious award for a communication program that was started several years ago by a benefactor at **Baruch**, Bernard Schwartz, who has been connected with **Baruch** for many years and **Kathleen**, congratulations, that is a wonderful honor.

**Upon motions duly made, seconded and carried, the following resolutions were adopted: (Calendar Nos. 1 through 7)**

**NO. 1. CHANCELLOR'S UNIVERSITY REPORT:** RESOLVED, That the Chancellor's University Report for January 28, 2008 (including Addendum and Errata Items) be approved:

**NO. 2. APPROVAL OF MINUTES:** RESOLVED, That the minutes of the regular Board meetings and Executive Session of November 26, 2007 be approved.

**NO. 3. COMMITTEE ON FISCAL AFFAIRS:** RESOLVED, That the following item be approved:

**A. THE CITY UNIVERSITY OF NEW YORK – ELECTRONIC LIBRARY RESOURCES:**

RESOLVED, That the Board of Trustees of The City University of New York authorize the General Counsel to execute an agreement to purchase three digital library collections from The Gale Group Inc. (Gale) on behalf of The City University of New York. The contract shall be awarded as a sole source pursuant to University regulations and applicable law. The total amount of the purchase agreement is \$554,151, payable in four annual installments and chargeable to FAS Code 204301400. The purchase agreement shall be subject to approval as to form by the University Office of the General Counsel.

EXPLANATION: The three digital library collections CUNY is purchasing from Gale will be available to all CUNY faculty and students and are targeted towards researchers in the humanities and social sciences disciplines. The purchase includes online cataloging records for the collections to enhance access to them and to increase the utility of the collections for library users.

**Report of Fiscal Affairs Committee Vice Chair Marc V. Shaw:**

The Committee also heard a report from **Vice Chancellor Ernesto Malave** on the "Preliminary Report of Findings and Recommendations" issued by the Commission on Higher Education established by Governor Eliot Spitzer and a report on the status of State and City budgets. The Committee also received an update on the performance of the University's investment pool and an announcement that a search for a Chief Investment Officer was in progress. In addition **Mr. Chairman**, I wish to report that the Board Audit Sub-committee was presented by the Independent Audit firm of KPMG with the results of the University's Fiscal Year 2007 Audited Financial Statements. I am pleased to report that the audit yielded a clean and unqualified opinion from the CPA firm.

**NO. 4. COMMITTEE ON ACADEMIC POLICY, PROGRAM AND RESEARCH:** RESOLVED, That the following items be approved:

**A. THE GRADUATE SCHOOL AND UNIVERSITY CENTER (SCHOOL OF PROFESSIONAL STUDIES) – M.A. IN APPLIED THEATRE:**

RESOLVED, That the program in Applied Theatre leading to the Master of Arts degree to be offered by the Graduate School and University Center through the School of Professional Studies be approved, effective February 1, 2008, subject to financial ability.

EXPLANATION: Applied Theatre refers to the field of using theatre and drama in community and education settings, reaching audiences that traditional theatre often by-passes. It involves the use of theatre and drama as a medium through which to address social issues and educational concerns in a wide variety of non-traditional contexts, such as community outreach programs; social services; health education; team building and leadership training; historic and environmental sites; museums; and advocacy group work.

The purpose of the proposed program is to educate future leaders and scholars in the field of Applied Theatre. The program will provide students with a comprehensive introduction to the history of theatre movements and it will explore the practices from which the field of Applied Theatre has developed. Students will be exposed to key theories in theatre production, performance studies, human development, learning theory, group dynamics, ethics, cultural studies and multiculturalism all of which help to define and support Applied Theatre practices.

**B. CITY COLLEGE – M.S.ED. IN EDUCATIONAL THEATRE:**

RESOLVED, That the program in Educational Theatre leading to the Master of Science in Education degree to be offered at City College be approved, effective February 1, 2008, subject to financial ability.

EXPLANATION: The purpose of the proposed program is to prepare theatre educators to teach theatre classes and to integrate theatre studies into the classroom and general school curriculum. The program is designed to meet the New York State Education Department requirements and is designed for prospective teachers with theatre and/or education backgrounds. Graduates of the program will receive an M.S.Ed. in Educational Theatre with initial certification to teach theatre in grades K-12.

The New York State Education Department recently identified a shortage in Theatre programs and as a result reinstated the certificate in Theatre. The Department of Education is currently working on a general certification in the Arts. In addition, there are a growing number of specialized high schools and public charter schools in New York City and New York State, many of which have a strong interest in the arts. Thus, the need for a teacher education program for theatre teachers with the ability to direct school productions, facilitate an aesthetic appreciation of theatre, and implement applied theatre strategies in and out of the classroom is considerable and immediate.

**C. COLLEGE OF STATEN ISLAND – ABOLITION OF THE DEPARTMENT OF STUDENT SERVICES:**

RESOLVED, That the Department of Student Services be abolished at the College of Staten Island, effective February 1, 2008.

EXPLANATION: As a result of a thorough review and after consultation with the College Council which consists of members of the faculty, staff, and students, the College proposes to abolish the existing Department of Student Services. The Department of Student Services has been made up of faculty who have served in counseling functions. As a result of retirement by faculty members of the Department, new hires in the Higher Education Officer series, and conversion from faculty to Higher Education Officer series titles, there is an insufficient number of faculty members remaining to conduct the functions and activities of an academic department.

A separate resolution has been submitted to the Board of Trustees via the University Report regarding a personnel action. Contingent upon the approval of the Board of Trustees, one faculty member from the Department of Student Services will be transferred to the Department of Psychology.

**Report of Academic Policy, Program, and Research Committee Chair Wellington Z. Chen:**

**Executive Vice Chancellor Botman** also presented two information items to the Committee. 1) **CUNY Law School, Center for Diversity in the Legal Profession:** This Center will provide educational and community outreach services in order to promote participation of minorities in the legal profession. The Center plans to host an annual conference, conduct research and publish its results; prepare educational materials for the larger community on careers in law; and partner with other CUNY entities, both colleges and programs such as the Black Male Initiative. 2) **The Graduate School and University Center, The Leon Levy Center for Biography:** Leon Levy, a Wall Street investment banker, was a philanthropist and a **CUNY** graduate. The Graduate School has received a major grant from the Leon Levy Foundation to support the establishment and operating costs of the Leon Levy Biography Center. The new Center will fund the research and writing of several biographies each year, support conferences, seminars and other scholarly activities related to the field.

**NO. 5. COMMITTEE ON FACULTY, STAFF, AND ADMINISTRATION:** RESOLVED, That the following items be approved:

**A. BARUCH COLLEGE – NAMING OF THE BERT WASSERMAN DEPARTMENT OF ECONOMICS AND FINANCE:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the "Bert Wasserman Department of Economics and Finance" within the Zicklin School of Business at Baruch College.

EXPLANATION: Sandra Wasserman '55 and her husband, the late Bert Wasserman '54, have been active and generous supporters of Baruch College for many years. Mrs. Wasserman has been a Baruch College Fund Trustee since 2005 and Mr. Wasserman was one of the founders of the Baruch College Fund and served as a Trustee from 1979 until his death in 2005. He was named Trustee Emeritus in 2006.

The Wassermans have been exceedingly generous to Baruch College, establishing an endowed chair as well as naming the Wasserman Trading Floor. In recognition of their generosity and commitment, to recognize the legacy of Bert Wasserman, and with gratitude for Sandra Wasserman's recent gift in support of Finance education, the College seeks to name the Department of Economics and Finance in the Zicklin School of Business after this visionary leader and benefactor.

**B. BROOKLYN COLLEGE – ESTABLISHMENT OF AN ANONYMOUS ENDOWED CHAIR IN THE WOMEN'S STUDIES PROGRAM:**

RESOLVED, That the Board of Trustees of The City University of New York approve the establishment of an anonymous Endowed Chair in the Women's Studies Program at Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York.

EXPLANATION: An anonymous donor has provided an endowment of \$1,500,000 to the Brooklyn College Foundation to establish a chair in the Women's Studies Program at the College. The endowment enables the College to attract and appoint visiting scholars for one or two-year appointments and provides funds for conferences, academic presentations, research support, etc., including support for the affiliated and recently established (June 2007) Shirley Chisholm Center for Research on Women. The Women's Studies Program at Brooklyn College is the oldest in the University, and the donor's intent is to raise the program to another level and give it a secure place in the College.

**C. BROOKLYN COLLEGE – NAMING OF THE DIANA ROGOVIN DAVIDOW SPEECH AND HEARING CENTER:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the Speech and Hearing Center, located in Room 4400, on the 4th floor of the Boylan Hall building, Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York, the "Diana Rogovin Davidow Speech and Hearing Center."

EXPLANATION: Diana Rogovin Davidow is a 1966 alumna of Brooklyn College, as well as a recipient of a Master of Science degree in 1971 from the College. She has pledged \$1 million to the Brooklyn College Foundation, to be used in support of the Speech and Hearing Center at the Brooklyn College Department of Speech Communication Arts and Sciences. In recognition of her generosity, the College recommends that Room 4400 in Boylan Hall be named the "Diana Rogovin Davidow Speech and Hearing Center."

Ms. Rogovin Davidow is a counselor and speech therapist who has taught in the New York City public school system. She is the founder of the Davidow Counseling Center at A Place Called Home, a nonprofit youth enrichment center in Los Angeles. Ms. Davidow's donation to the College has allowed for state-of-the-art audio and video technology, scholarships, and enhanced clinical experiences for students.

**D. BROOKLYN COLLEGE – NAMING OF THE MATTHEW J. FANTACI PROFESSORSHIP IN MODERN LANGUAGES AND LITERATURES:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the "Matthew J. Fantaci Professorship in Modern Languages and Literatures" at Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York.

EXPLANATION: A pledge of \$500,000 to the Brooklyn College Foundation, Inc. has been made to establish the Matthew J. Fantaci Professorship Fund. Matthew J. Fantaci (1926-2001), a graduate of Fordham University, was by all accounts an exceptional teacher of Spanish and Italian. The professorship in his name has been established by his brother, James Fantaci, a 1968 alumnus of Brooklyn College, long-time member and now Honorary Governor of the Brooklyn College Foundation Board of Trustees and managing director of Babcock & Brown, a global investment and advisory firm. The purpose of the Professorship Fund is to honor the memory of Matthew J. Fantaci by providing a stipend over a specified number of years to a faculty member of the Department of Modern Languages and Literatures at Brooklyn College who excels as an outstanding teacher of Spanish or Italian literature.

**E. BROOKLYN COLLEGE – NAMING OF THE MAGNER CENTER FOR CAREER DEVELOPMENT AND INTERNSHIPS:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 1303, located on the 1st Floor of the James Hall Building, Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York, the "Magner Center for Career Development and Internships."

EXPLANATION: Marjorie Magner is a 1969 alumnus of Brooklyn College, and has been chair of the Brooklyn College Foundation Board of Trustees since 2005. In September 2003, Ms. Magner pledged \$1 million to the Campaign for Brooklyn, to be used to establish a center to support the professional development of students at Brooklyn College. In recognition of her generosity, the College recommends that Room 1303, located on the 1<sup>st</sup> Floor of the James Hall Building, be named the "Magner Center for Career Development and Internships."

Marjorie Magner is a founding member and Managing Partner of Brysam Global Partners, a specialized private equity firm. Prior to the formation of Brysam, Ms. Magner served as Chairman and CEO of the Global Consumer Group at Citigroup. The Magner Center offers a wide range of career programs and workshops, career counseling, internship placement, e-recruiting, and similar services, reflecting Ms. Magner's interest in opening opportunities for students seeking careers in business.

**F. BROOKLYN COLLEGE – NAMING OF THE EGON MAYER ROOM:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 3611, located on the third floor of the James Hall Building, Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York, the "Egon Mayer Room."

EXPLANATION: Dr. Marcia Kramer Mayer, widow of Egon Mayer, has generously donated to the Brooklyn College Foundation funds in excess of \$154,000 to establish a memorial fund for her late husband. Egon Mayer (1944-2004) taught in the Brooklyn College Sociology Department from 1970 until his death and was also on the faculty of the

CUNY Graduate Center. A Hungarian immigrant, he was educated at Brooklyn College (class of 1967), the New School for Social Research and Rutgers University. He was an eminent sociologist and author of several major studies of religious observance and interfaith marriage among American Jews. He was also the founding director of the Jewish Outreach Institute, a non-profit organization committed to helping interfaith families integrate within the Jewish community. At the time of his death he was chairman of the Sociology Department. In honor of this generosity, and the legacy of Dr. Egon Mayer, the College recommends that Room 3611, located on the third floor of the James Hall Building, be named the "Egon Mayer Room."

Marcia Kramer Mayer is a senior vice president at NERA Economic Consulting. She earned her Ph.D. and M.A. in economics from Harvard University, and her A.B. in economics, with Great Distinction, from Stanford University, where she was elected to Phi Beta Kappa.

#### **G. BROOKLYN COLLEGE – NAMING OF THE WOODY TANGER AUDITORIUM:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 150, located on the 1st Floor of the Library at Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York, the "Woody Tanger Auditorium."

EXPLANATION: Howard P. "Woody" Tanger is the son of Alexander Tanger, a 2001 alumnus and member of the Brooklyn College Foundation Board of Trustees since 1997. Alexander Tanger was originally a member of the class of 1941, but dropped out to serve in WWII, returning almost sixty years later to the campus to finish his degree. Mr. Tanger's son "Woody," though not an alumnus, became a great friend to Brooklyn College, and donated \$1.5 million to the Brooklyn College Foundation in 2002, in honor of his father. In recognition of his generosity, the College recommends that Room 150 of the Brooklyn College Library, be named the "Woody Tanger Auditorium."

Howard P. "Woody" Tanger is the President and CEO of Marlin Broadcasting and is the owner of Tanger Properties, Inc., a real estate holding company based in Boston. Alexander Tanger is a member of the Brooklyn College Foundation Board of Trustees and the founder and chairman of Marlin Broadcasting, which owns and operates radio stations in New England.

#### **H. BROOKLYN COLLEGE – ESTABLISHMENT OF THE CAROL L. ZICKLIN CHAIR IN THE HONORS ACADEMY:**

RESOLVED, That the Board of Trustees of The City University of New York approve the establishment of the Carol L. Zicklin Endowed Chair in the Honors Academy at Brooklyn College, 2900 Bedford Avenue, Brooklyn, New York.

EXPLANATION: Carol L. Zicklin is a 1961 alumna of Brooklyn College, a retired teacher and educational consultant, and Vice-Chair of the Brooklyn College Foundation Board of Trustees. She has given the Brooklyn College Foundation \$1,500,000 to establish the Carol L. Zicklin Endowed Chair in the Honors Academy, the first endowed chair at Brooklyn College. She and husband, Lawrence Zicklin, managing principal (retired) of the investment firm Neuberger & Berman, are active in supporting higher education in New York City. The Carol L. Zicklin Chair will serve as an intellectual center and anchor the prestigious Honors Academy at Brooklyn College and will be used to advance the College by providing a "degree of excellence" in this signature program in perpetuity.

#### **I. CITY COLLEGE – NAMING OF THE MARIAN ANDERSON THEATRE:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Theater A, the main auditorium of the performance arts center located on the campus of The City College of New York, 135<sup>th</sup> Street and Convent Avenue, New York, New York, the "Marian Anderson Theatre."

EXPLANATION: Marian Anderson, a celebrated African-American opera and spiritual singer, debuted with the New York Philharmonic in 1925 and Carnegie Hall in 1928. Her reputation was further advanced through tours of Europe in the early 1930's, where she did not encounter the racial prejudices she had experienced in America. In 1955, Ms. Anderson broke the color barrier by becoming the first African-American to perform with the New York Metropolitan Opera. In 1958, she was officially designated a delegate to the United Nations and in 1972 was awarded the UN

Peace Prize. Ms. Anderson symbolized the civil rights movement with dignity and grace; in recognition of her talent and accomplishments, the College recommends that the auditorium be named the "Marian Anderson Theatre."

On The City College of New York's campus, this state-of-the-art performing arts center houses a proscenium stage with a house capacity of 750. The center also includes a smaller black box theater, a rehearsal studio, and a tri-level grand lobby.

**J. CITY COLLEGE – NAMING OF THE RALPH A. ARTINO LABORATORY:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 511, located on the first floor of the North Academic Center at The City College of New York, 160 Convent Avenue, New York, New York, the "Ralph A. Artino Laboratory."

EXPLANATION: Dr. Ralph A. Artino was a mathematics professor at The City College of New York for 24 years until his untimely death in 1995 at 51. A prodigious writer and researcher in the Mathematics department, Dr. Artino worked tirelessly to raise funds for the mathematics laboratory. In recognition of his accomplishments, the College recommends that Room 511 be named the "Ralph A. Artino Laboratory."

Dr. Ralph A. Artino received his Ph.D. from Rutgers University in 1971. He was a member of the American Mathematical Society for 22 years.

**K. CITY COLLEGE – NAMING OF THE HYMAN CANTOR MICROBIOLOGY RESEARCH ROOM:**

RESOLVED, That the Board of Trustees of The City University of New York approves the naming of Room 705, located on the seventh floor of the Marshak Science Building at The City College of New York, 160 Convent Avenue, New York, New York, the "Hyman Cantor Microbiology Research Room."

EXPLANATION: Hyman Cantor, a generous benefactor of the Biology department, was an exceptional person and scholar, but not a college graduate. A self-made millionaire and self-educated science enthusiast, Mr. Cantor purchased most of the high-quality dissecting and compound microscopes and other instruments used by researchers in the Biology department for over a decade. In recognition of his generosity, the College recommends that Room 705 be named the "Hyman Cantor Microbiology Research Room."

Students often approached Mr. Cantor to support field trips or conferences. He never hesitated to give, with the *proviso* that they give him a detailed oral report when they returned.

**L. CITY COLLEGE – NAMING OF THE RICHARD COHEN RESOURCE CENTER:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 290, located on the second floor of Shepard Hall at The City College of New York, 160 Convent Avenue, New York, New York, the "Richard Cohen Resource Center."

EXPLANATION: Dr. Aphrodite Clamar Cohen is a 1953 alumna of The City College of New York. In 1997, Dr. Cohen made a \$30,000 gift to the Department of Media and Communication Arts at City College in memory of her late husband Richard Cohen, an advertising and public relations executive. The donation was used to purchase furnishings and equipment to create a media resource center. In recognition of her generosity, the College recommends that Room 290 be named the "Richard Cohen Resource Center."

Dr. Clamar Cohen is an adjunct professor at John Jay College of Criminal Justice and a practicing psychologist. Dr. Clamar received her B.A. from City College, her M.A. from Columbia University and her Ph.D. from New York University.

**M. CITY COLLEGE – NAMING OF THE SHARON D. COSLOY SEMINAR ROOM:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 801, located on the eighth floor of the Marshak Science Building at The City College of New York, 160 Convent Avenue, New York, New York, the “Sharon D. Cosloy Seminar Room.”

EXPLANATION: Sharon Cosloy was a respected member of the CCNY Biology faculty for 27 years and served for six years as Chair of the biology department. After her death in 2001, her husband Edward Blank made successive commitments totaling \$450,000 to The City College of New York’s 21<sup>st</sup> Century Foundation to establish a scholarship in her memory, the Sharon Cosloy Professorial Fund, and the Sharon Cosloy and Edward Blank Lectureship in Biology. In recognition of her accomplishments and his generosity, the College recommends that Room 801 be named the “Sharon D. Cosloy Seminar Room.”

Edward Blank is a 1957 alumnus of The City College of New York and a pioneer in outbound telemarketing. His company, Edward Blank Associates, Inc., was founded in New York in 1970. It became a Top 10 firm, selling products and services in the U.S. and Canada. Mr. Blank continues to serve the College as a member of the Division of Science Dean's Advisory Board.

**N. CITY COLLEGE – NAMING OF THE CHARLOTTE K. FRANK MATHEMATICS EDUCATION RESOURCE CENTER:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 218, located on the third floor of the North Academic Center at The City College of New York, 160 Convent Avenue, New York, New York, “The Dr. Charlotte K. Frank Mathematics Education Resource Center.”

EXPLANATION: Charlotte K. Frank is a 1950 alumna of City College who pledged \$100,000 in 2003 to The City College of New York’s 21<sup>st</sup> Century Foundation for the benefit of the College’s School of Education to support professional development and promote excellence in mathematics and mathematics education. In recognition of her generosity, the College recommends that Room 218 of the North Academic Center be named “The Dr. Charlotte K. Frank Mathematics Education Resource Center.”

Dr. Frank is currently Senior Vice President for Research and Development for McGraw-Hill Education of The McGraw Hill Companies. She joined the company in 1988 after a nine-year leadership role as Executive Director of the Division of Curriculum and Instruction for the New York City Board of Education, where she was also a teacher and supervisor. Dr. Frank has received more than 60 awards for her achievements in education, including The City College Alumni Association’s 1999 Townsend Harris Medal. In addition to her B.B.A. degree from CCNY, she earned a M.S. Ed. from Hunter College and a Ph.D. from New York University.

**O. CITY COLLEGE – NAMING OF THE THEODORE GOODMAN CONFERENCE ROOM:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 209, located on the sixth floor of the North Academic Center at The City College of New York, 160 Convent Avenue, New York, New York, the “Theodore Goodman Conference Room.”

EXPLANATION: Theodore Goodman was a 1915 alumnus of The City College of New York and a beloved teacher of creative writing who taught at CCNY for 32 years. Mr. Goodman’s influence over the impressive body of literature created by his students is beyond dispute. Former students of Mr. Goodman include Bernard Malamud, Henry Roth, Paul Goodman, Will Gibson, Paddy Chayefsky, Ernest Lehman, Abe Polonsky, Sam Locke, Danny Fuchs, Frederic Morton, Alfred Kazin and Irving Howe.

Lillian Goodman Kruger, his widow, committed nearly \$200,000, through gifts of stock and a bequest, to benefit the Theodore Goodman Professorship and the Theodore Goodman Memorial Fund in his memory. In recognition of his accomplishments and his family’s generosity, the College recommends that Room 209 be named the “Theodore Goodman Conference Room.”

**P. CITY COLLEGE – NAMING OF THE DEREK LINDSAY CONFERENCE AND READING ROOM:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 1121, located on the eleventh floor of the Marshak Science Building at The City College of New York, 160 Convent Avenue, New York, New York, the “Derek Lindsay Conference and Reading Room.”

EXPLANATION: Professor Derek Lindsay was an outstanding experimental chemist and a recognized authority in the area of electron spin resonance spectroscopy. Dr. Lindsay joined the faculty in 1979. He received his Ph.D. from Harvard University and was a post-doctoral fellow at MIT and then at the Joint Institute for Laboratory Astrophysics in Boulder, CO. He was a respected member of a community of scientists striving to understand how metals form and come together in small clusters. He was renowned for his pioneering work in metal clusters, using the Electron spin resonance (ESR) and later Raman spectroscopy for their study. Dr. Lindsay was widely admired by students, and his courses were well attended. He died in 1999, still an active member of the faculty. His memorial service drew scientists from all over the world, including Nobel Prize winners, who spoke of his influence on their work. In recognition of his accomplishments, the College recommends that Marshak Hall Room 1121 be named the “Derek Lindsay Conference and Reading Room.”

**Q. CITY COLLEGE – NAMING OF THE ABRAHAM MAZUR BIOCHEMISTRY LABORATORY:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 1321, located on the thirteenth floor of the Marshak Science Building at The City College of New York, 160 Convent Avenue, New York, New York, the “Abraham Mazur Biochemistry Laboratory.”

EXPLANATION: Dr. Abraham Mazur was the chair of the chemistry department from 1969 to 1972 and a vice-president for research at the New York Blood Center. He was an outstanding biochemist and a recognized authority in the area of hemoglobin, ferritin and iron metabolism. Dr. Mazur is credited for the introduction of Biochemistry into the undergraduate curriculum and for building the Biochemistry program at CCNY. He was a consummate teacher, admired for his wisdom, generosity and fairness. He passed away in 2000. In recognition of his accomplishments, the College recommends that Marshak Hall, Room 1321 be named the “Abraham Mazur Biochemistry Laboratory.”

**R. CITY COLLEGE – NAMING OF THE DAVID PERLMAN MEMORIAL LABORATORY:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 1228, located on the twelfth floor of the Marshak Science Building at The City College of New York, 160 Convent Avenue, New York, New York, the “David Perlman Memorial Laboratory”

EXPLANATION: David Perlman was a 1930 alumnus of CCNY and a respected member of the Department of Chemistry. His specialty was Organic Chemistry. Dr. Perlman passed away in 1972 and his colleagues wish to honor his memory by dedicating a teaching laboratory in his name. The College recommends that Room 1228 be named for Professor Perlman.

**S. CITY COLLEGE – NAMING OF THE CARROLL AND MILTON PETRIE CENTER FOR MATHEMATICS EDUCATION:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 222, located on the third floor of the North Academic Center at The City College of New York, 160 Convent Avenue, New York, New York, “The Carroll and Milton Petrie Center for Mathematics Education.”

EXPLANATION: The Carroll and Milton Petrie Foundation’s \$3.66 million grant to The City College of New York’s 21<sup>st</sup> Century Foundation to support the training of math assistant principals in New York City public high schools, has enabled The City College School of Education to make a vast impact on mathematics instruction in New York City. In recognition of its generosity, the College recommends that Room 222 of the North Academic Center be named “The Carroll and Milton Petrie Center for Mathematics Education.”

The Carroll and Milton Petrie Foundation is a private, independent grant making foundation that began active operation in 2002.

**T. CITY COLLEGE – NAMING OF THE SAMUEL RUDIN ACADEMIC RESOURCE CENTER:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 301B, located on the third floor of the North Academic Center at The City College of New York, 160 Convent Avenue, New York, New York, the “Samuel Rudin Academic Resource Center.”

EXPLANATION: Samuel Rudin was a 1918 alumnus of The City College of New York and a noted civic and philanthropic leader. His son, Jack Rudin, who received an honorary Doctor of Humane Letters degree from The City College of New York in 1993, has made nearly \$2 million in commitments to CCNY over the years through the Samuel and May Rudin Foundation. These gifts include a \$500,000 pledge in 2003 to the College’s Division of Humanities to create a state-of-the-art academic support facility that is making a major contribution to the lives of CCNY students. In recognition of his generosity, the College recommends that Room 301B of the North Academic Center be named the “Samuel Rudin Academic Resource Center.”

Jack Rudin is chairman of Rudin Management Co., one of the city's largest real estate builders, owners and managers, has been a generous supporter of The City College of New York for many years. Mr. Rudin is carrying on a 70-year tradition of philanthropy and public service initiated by his father.

**U. CITY COLLEGE – NAMING OF THE DONALD LEROY SLOAN, JR. BIOCHEMISTRY LABORATORY:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of Room 1332, located on the thirteenth floor of the Marshak Science Building at The City College of New York, 160 Convent Avenue, New York, New York, the “Donald Leroy Sloan, Jr. Biochemistry Laboratory.”

EXPLANATION: Dr. Donald Sloan graduated from the University of Utah in 1972 with a Ph.D. in biochemistry. He joined the chemistry faculty of City College a short while later and was named chairman in 1987. He passed away in 1990, following a long illness. Dr. Sloan was a very productive researcher as well as a beloved teacher and mentor. He also showed great leadership qualities as chairman of the department and implemented many important reforms during his abbreviated term. In recognition of his accomplishments, the College recommends that Marshak Hall, Room 1332 be named the “Donald Leroy Sloan, Jr. Biochemistry Laboratory.”

**V. LAGUARDIA COMMUNITY COLLEGE – NAMING OF HIP/CENTRALIZED LABORATORY SERVICES NURSING RESOURCE CENTER:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the HIP/Centralized Laboratory Services Nursing Resource Center, located in Room E-328 on the 2<sup>nd</sup> floor of the E Building at LaGuardia Community College, 31-10 Thomson Avenue, Long Island City, New York.

EXPLANATION: HIP Health Plan/Centralized Laboratory Services has donated \$100,000 to the LaGuardia Community College Foundation for the renovation and furnishing of a new state-of-the-art nursing resource center. The new computer and media center provides 385 clinical nursing students with academic support as well as Internet access, software programs, and video tutorials that help them with their theoretical and clinical studies. To recognize this company’s generosity, LaGuardia Community College seeks Board approval to name the facility located in Room E-328 the “HIP/Centralized Laboratory Services Nursing Resource Center.”

**W. GRADUATE SCHOOL AND UNIVERSITY CENTER – NAMING OF THE LEON LEVY CENTER FOR BIOGRAPHY:**

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of "The Leon Levy Center for Biography" at the Graduate School and University Center.

EXPLANATION: The Leon Levy Foundation has pledged \$3,732,675 to the Graduate Center Foundation for the creation of a Center for Biography. This Center will work to establish the legitimacy of biography within the academy, create a dialogue about its practice and methodology with biographers working outside the academy, improve its practice, and encourage public interest in biography.

The Leon Levy Foundation is a private, not-for-profit foundation created from the estate of Leon Levy. The Foundation continues Mr. Levy's philanthropic legacy by encouraging and supporting excellence in fields of interest to him and his wife, Shelby White. Mr. Levy spent his professional life on Wall Street. He co-founded the mutual fund management firm Oppenheimer & Co. He co-founded the private investment partnership, Odyssey Partners. His philanthropic interests were broad and included the study of the ancient world, arts and humanities, brain research, human rights and Jewish culture. He attended The City College of New York.

**X. QUEENS COLLEGE – AMENDMENTS TO THE GOVERNANCE PLAN:**

RESOLVED, That the proposed amendments to the Governance Plan of Queens College (the Academic Senate Charter) be approved.

EXPLANATION: The proposed amendments to the Queens College Governance plan have been approved by the Academic Senate and are recommended by the College President. The amendments reduce the numbers of senators while maintaining the current faculty-student ratio. The change is proposed to allow the Senate to conduct its business effectively, in light of the New York State Court of Appeal ruling in Perez v CUNY indicating that governance bodies such as the Academic Senate are subject to the Open Meetings Law and therefore must meet legally-mandated quorum and majority vote requirements in order to conduct business.

Specifically, the Academic Senate membership will be reduced from 90 to 60 with the 2/3 faculty and 1/3 student ratio maintained. The reduction in faculty and student seats are from categories that have been abolished, historically not filled or only partially filled. The revised governance plan is designed to achieve greater attendance and allow for a more orderly conduct of Academic Senate business.

**Y. THE CITY UNIVERSITY OF NEW YORK – REVISIONS TO THE PSC-CUNY WELFARE FUND TRUST INDENTURE:**

RESOLVED, That the Board of Trustees approve the revised PSC-CUNY Welfare Fund Trust Indenture; and be it further

RESOLVED, That the Chancellor is hereby authorized and directed to execute the revised PSC-CUNY Welfare Fund Trust Indenture.

**NOTE: See Appendix A**

EXPLANATION: The PSC-CUNY Welfare Fund, the Professional Staff Congress/CUNY, and The City University of New York undertook a review of the Fund's trust documents and have agreed to revisions. The revised PSC-CUNY Trust Indenture incorporates, modifies, and supersedes three documents: the Trust Indenture, the Tripartite Agreement, and the Welfare Fund Clarification Agreement.

**Z. THE CITY UNIVERSITY OF NEW YORK – CONTINUATION OF MILITARY LEAVE AND EMPLOYER-PAID HEALTH AND WELFARE BENEFITS COVERAGE FOR UNIVERSITY EMPLOYEES RECALLED FROM THE RESERVES TO ACTIVE MILITARY SERVICE:**

RESOLVED, That the Board of Trustees of The City University of New York, in response to the continuing need for employees in the National Guard and Reserves to be activated for Military Service in response to the events of September 11, 2001, and in light of the continuing evolution of the response to September 11, 2001 into a wider campaign against terror, including military action in Iraq, hereby authorize the continuation of Military Leave and Health & Welfare benefits for University employees in accordance with the following policies. These policies apply to

employees of The City University of New York who are members of the National Guard, Reserve forces, or Reserve components of the armed forces of the United States.

1. Supplemental Military Leave

(a) The City University of New York will provide a temporary leave category called Supplemental Military Leave at full pay. Employees of The City University of New York who have been federally activated or activated by the Governor of New York State for military service between September 11, 2001 and December 31, 2008 will be granted Supplemental Military Leave with full pay after the exhaustion of military leave with full pay pursuant to Section 242 of the New York State Military Law. While on such Supplemental Military Leave, the eligible employee will be in full pay status for a period not exceeding 30 calendar days or 22 working days, whichever is greater, in addition to the leave that had been granted pursuant to Section 242 of the New York State Military Law.

(b) Employees shall be eligible to receive Supplemental Military Leave through December 31, 2008. Supplemental Military Leave shall not be granted for military service performed after December 31, 2008. In no event shall more than one such grant of Supplemental Military Leave be credited to any employee for activation related to the war on terror regardless of the number of times the employee is activated between September 11, 2001 and December 31, 2008.

2. Military Leave at Reduced Pay

(a) Employees shall be eligible to receive Military Leave at Reduced Pay through December 31, 2008. Military Leave at Reduced Pay status commences after the employee has exhausted Military Leave pursuant to Section 242 of the New York State Military Law, Supplemental Military Leave as set forth in paragraph 1 above, and any leave credits, other than temporary disability leave or sick leave, which the employee elects to use.

(b) Employees in Military Leave at Reduced Pay status will be paid their regular City University of New York salary (base pay) reduced by military pay (base pay plus housing and food allowances). The determination of rate of payment for the Military Leave at Reduced Pay will be based upon the employee's regular City University of New York salary as of his/her last day in full pay status and the employee's military pay on the first day of his/her activation, and shall not be subject to adjustment during the period of leave at reduced pay.

(c) Employees eligible for Military Leave at Reduced Pay will not be eligible to earn annual and temporary disability leave/sick leave accruals or to receive credit for holidays.

(d) In no event shall Military Leave at Reduced pay be granted for military service performed after December 31, 2008.

3. Continued Health Insurance Coverage

Covered dependents of eligible employees of The City University of New York, who are currently enrolled in a health plan with family coverage through The City University of New York and who have been federally activated or activated by the Governor of New York State for military service related to the war on terror shall continue to receive health insurance coverage with no employee contribution for a period not to exceed 12 months from the date of activation, less any period in which the employee remains in full-pay status. Contribution-free health insurance coverage will end at such time as the employee's active duty is terminated or the employee returns to City University of New York employment or December 31, 2008, whichever occurs first.

4. Other Provisions

The provisions of this resolution shall not apply to those employees who have voluntarily separated from City University of New York service or who are terminated for cause. Furthermore, the provisions of this resolution

shall apply only for the period of time that the employee has an appointment with The City University of New York.

EXPLANATION: On October 22, 2001, November 18, 2002, March 29, 2004, February 28, 2005 and January 8, 2007, the Board of Trustees passed resolutions extending Military Leave and employer-paid health and welfare benefits coverage for University employees recalled from the Reserves to active military service in response to the events of September 11, 2001. This resolution authorizes the continuation of these benefits through December 31, 2008 in response to the need for employees to serve in the Armed Forces in light of the continuing evolution of the response to September 11, 2001 into a wider campaign against terror, including military action in Iraq.

This resolution, consistent with the policies being followed by the State of New York for its employees, authorizes, under certain conditions, the continuation of Supplemental Military Leave at full pay for the greater of 30 calendar days or 22 working days, in addition to the Military Leave provided pursuant to Section 242 of the New York State Military Law. Further, after exhaustion of the Supplemental Military Leave, this resolution authorizes a Military Leave at Reduced Pay for military service performed through December 31, 2008, whereby the employee will receive salary from The City University of New York equal to the difference between the employee's regular CUNY salary and the military pay he/she is receiving. Finally, this resolution authorizes the continuation (through December 31, 2008) of dependent health care coverage, under certain conditions, for employees recalled to active service related to the war on terrorism (less any period in which the employee remains in full-pay status).

**AA. DISTINGUISHED PROFESSORS:** RESOLVED, That the following be designated Distinguished Professors in the departments, and the colleges, and for the period indicated, with compensation of \$25,639 per annum in addition to their regular academic salaries, subject to financial ability:

COLLEGES	NAMES	DEPARTMENT	EFFECTIVE
Hunter College	Peter Carey	English	February 1, 2008
Queens College	Fred Gardaphé	Italian American Studies	February 1, 2008
Baruch College	Gail Levin	Art History	February 1, 2008
Graduate School and University Center	James Oakes	History	February 1, 2008
City College	Michael Sorkin	Architecture	February 1, 2008

**Statement of President Kathleen M. Waldron:**

Professor Gail Levin is in Europe on a Fulbright so she will not be with us today but I would like to just thank everyone for recommending her. Professor Levin is a very Distinguished Art Historian who is presently on a Fulbright program as a Distinguished Research Chair of the Roosevelt Study Center in Holland. She has in the past published many books. Her most famous books are on Edward Hopper, a seven hundred page biography of Hopper which was nominated or named by the *Wall Street Journal* as one of the hundred most influential books in art in the last century. In addition, Professor Levin has written a ground breaking work on Judy Chicago. Professor Levin has been a long-time faculty member at **Baruch College** and has distinguished herself in her teaching, her research and her service to the community.

**Statement of President Jennifer Raab:**

Thank you very much for this opportunity. I am greatly privileged and delighted to introduce our Distinguished Professor Peter Carey. Peter is quite simply one of the world's foremost contemporary literary artists. He is at the top of the field of English language novelists. There is simply no better novelist now working in North America and I would not be in the slightest surprised if some time in the next decade he were to win a Nobel Prize. I cannot think of another novelist writing in English who is more deserving.

I believe all the things wholeheartedly that I just said but I did not actually think of them first. The first comment was from Salman Rushdie, the second from Jonathan Franz and the third from Russell Banks. So you can see from these comments and the people who wrote on behalf of Peter just how extraordinary Peter is as a writer and what a great addition he is to the City University faculty. Peter is one of only two people to win the coveted Booker Prize twice. He has won two Commonwealth prizes, three Miles Franklin awards, which is Australia's Pulitzer Prize, and the list goes on.

I hope all of you will see for yourself by reading his new book, which is so hot off the presses that I was not actually able to bring copies for all of my colleagues but we will get them. We have got Peter's last copies from the publisher and you will probably see a lot of him on his book tour. I can speak with more personal expertise on Peter's role as an extraordinary teacher, mentor and academic leader at **Hunter College**. **Hunter's** writing MFA is the best in the City and that is not just my opinion but was recently written in *The Village Voice*. What is so extraordinary is that we were able to accomplish this credential in a short five-years.

Peter taught at Princeton, at Stanford, at so many Ivy League universities, but when we met he wanted to come to **Hunter College** to build a program with the City University population's immigrants, first in their families to go to college, and this is a population he felt had an edge and wanted to tell their stories and he was so very right. We now have hundreds of applications for a very few spots and all of the students are extremely engrossed and feel that they are getting extraordinary attention and extraordinary career opportunities.

Together we created the Herzog Fellowship Program which places our young writers with extraordinary writers such as Salman Rushdie, Toni Morrison, Jonathan Franz and the list goes on. All these people are very close friends and colleagues of Peter's. We have a distinguished writing series where writers such as Frank McCord and Ann Carson in the next few months and many of the other names I mentioned will work with the students and give readings to the **Hunter** community. This is a program that someone of Peter's stature often would be found as purely a figurehead. In our case Peter has just thrown himself into nurturing and growing this program to make it the quality that it is and he is truly tireless in his efforts.

It has been one of the great privileges of my tenure to be able to work with Peter and to help support him as he has worked with our students and they have created something so important for this University. I thank you, very much and I am so happy that the next time Peter gets one of these wonderful awards they will note that he is a **CUNY** Distinguished Professor.

**Statement of Professor Peter Carey:**

It is very odd being an Australian in New York City. I mean, there are so many different nations and ethnic groups, but I think it is only the Australians who get asked when are you going home? So, I mean, there is not, as far as I know, an Australian neighborhood in Queens and there is no easy explanation for how we belong here or what we might contribute or connect. It is really true that this is what **Hunter College** and **Jennifer Raab** gave to me in the City, that in the classrooms in **Hunter** I found students who were grappling with all the things that as an Australian you grapple with all your life which is really, I am not going to give my Australian history lecture, about the country that begins with the penal colony and the genocide and how the trauma keeps on being acted out over and over and over forever, but I will say that it does breed some self doubting and conflicted people who are always belonging in two places at once.

This is the problem on the opportunity and the gift my students have. They are really often, like the student from British Guyana, astonished to find this white guy who sort of understands all the issues of colonialism and the question of how you have to use your own language and not betray it and at the same time you really passionately wish to address the center and being known by the center at the same time as being true to yourself. Weirdly you see this is what it is like to be an Australian. Not by any good judgment on my part but as sort of good luck and **Jennifer Raab's** incredible insistence I found myself in this very privileged place, which gives me great pleasure, well, I am at home in Australia too, but this has become my home, I have become today finally at last, I think at least a New Yorker. Thank you, very much.

**Statement of President James Muyskens:**

I would like to say just a few words about our newest Distinguished Professor, Professor of English and Director of Italian American Studies. He, unfortunately, cannot be with us today. He comes to us from the State University of New York at Stony Brook where he was a long-time director of their groundbreaking Italian American Studies Program. He has written and edited many books, including, *From Wise Guys to Wise Men*, *Leaving Little Italy and Italian Signs*, *American Streets*, which won the Giovanni Angeli Italian Ministry of Foreign Affairs Award and was selected as an outstanding academic book for choice.

As one of the founders of the Bodege Press and editor of *Voices in Italian Americana*, the editor of the State University of New York Press series and Italian American Studies and past president of the American Italian Historical Society, Professor Gardaphé has been instrumental in establishing the field of Italian American Studies and creating a sense of community among Italian American writers. Prof. Gardaphé says he is coming to **The City University of New York** for one special purpose, to create the best Italian American Studies program in the world and we believe he is just the man to do it. Thank you.

**Statement of President William P. Kelly:**

Good afternoon, everyone. It is with great pride and deep personal pleasure that I introduce to you James Oakes. Professor Oakes is a leading historian of 19th Century America, is a faculty member at Princeton, at Northwestern and at **The Graduate Center** he has engaged in seminal questions that dominated American intellectual life from the revolution through the Civil War. More particularly, he is one of the world's most distinguished authorities on the history of American slavery.

His first book, *The Ruling Race: A History of American Slaveholders*, redefined the intellectual landscape of that field of inquiry. Before Oakes' book no systematic study of slave owners had been undertaken. Prior scholarship focused almost exclusively on the largest slaveholders, the plantation owners who figure so prominently in Southern romanticism, the Scarlet O'Haras of the world if you will. Oakes' intensive archival scholarships centered instead on more typical slave owners, economically marginal figures whose lives were marked by instability and westward movement. Oakes thereby replaced a paternalistic pre-capitalist model of southern life with one deeply enmeshed in the market revolutions and the contradictions of liberal economic theory.

Oakes' second book, *Slavery & Freedom in Interpretation of the Old South* extended and refined the argument of the ruling race and solidified his reputation as one of the pre-eminent historians of his generation. Most notably that book re-centered the relationship between slavery and liberal capitalism. Its keen understanding of the tensions inherent in commercial humanism and its resetting of American slavery in a comparative context stimulated much subsequent work on southern social history and touched off a decade long scholarly debate.

Professor Oakes' most recent book, *The Radical and the Republican: Frederick Douglass, Abraham Lincoln, and the Triumph of AntiSlavery Politics*, was widely hailed and wonderfully well reviewed when it was published last year. It is well on its way to becoming a classic text in Antebellum political history. David Donald, America's preeminent Lincoln scholar argued that "No other historian has so clearly explained Douglas' changing political affiliations, nor do I know of another account of Lincoln's shifting positions on emancipation that is so full and so convincing."

One of **The Graduate Center's** most effective teachers and most dedicated citizens Professor Oakes is only now entering his scholarly prime. We have greatly benefited from his presence among us and we expect much more to come. Finally, I take particular pride, as I am sure you will as well, in noting that Professor Oakes is one of our own. He is a 1974 alumnus of **Baruch College**. I introduce him to you with great delight and our restrained enthusiasm.

**Statement of Professor James Oakes:**

I arrived here thirty-eight years ago this month at **Baruch College**, ready and eager to set myself on a path to a distinguished career in international banking. Nothing went wrong thanks to a freshmen English composition professor who called me to her office at the end of the first semester and said I do not care what you major in but if you major in business you will be bored to tears. Whether she was right or wrong, I do not know, but she was followed shortly thereafter by a teacher of American history, Selma Burrell, who told me in the first weeks of her introduction to American history that I had the makings of a good historian and two years later suggested to me that I get a Ph.D. I was not even sure I knew what a Ph.D. was at that point. I was a Catholic school working class boy

from Staten Island. I left four years after I arrived and on my way to Berkeley.

The first thing I want to say to you all this afternoon is that I came to life intellectually at the City University and for that I am profoundly grateful. I spent eight years at Berkeley. I went to Princeton, spent five years there, twelve years at Northwestern and when the offer came from **The Graduate Center** it was partly just the attraction of coming home but also it was for me at that moment in my intellectual life a lifeline, the last chance, I thought, to see if I could continue as a scholar and I found myself when I got here for the first-time in a very long time in a department with colleagues who were genuinely enthusiastic about their own scholarship and about each other's scholarships who every day poked their heads into each other's offices and asked how are you doing, how is your book coming, listen to what I just found. The tone of intellectual excitement at **The Graduate Center** was set at the top, I think by a person who, if I may say so is in my experience the finest academic administrator it has ever been my privilege to work with.

I find myself now at the age of fifty-four more productive, more excited about my work than I have ever been in my life and so the second thing I would like to say to you all is that I came back to life intellectually at **The City University of New York** and for that too I am profoundly grateful. If I have any regret it is that Professor Newton, my freshman composition teacher, and Selma Burrell, cannot be here this afternoon so that I could thank them along with yourselves for this promotion and for considering me today. One last coda, I have another enormous debt of gratitude to **The City University of New York** that is not in my vitae and it is in September my five-year old son started kindergarten at the **Hunter College Elementary School**. He is in love with the place and so am I. I hit the jackpot. Thank you, very much.

**Statement of President Gregory H. Williams:**

Professor Sorkin cannot join us today but I am pleased to share a few words about him and his accomplishments with you. He is an internationally renowned architect and scholar. His prior teaching includes stints at Harvard, Columbia, Yale, Cooper Union as well as lectures and teaching across North America, Europe, Asia and Africa. Over twenty-five years he has had great experience as a practitioner and a theorist. He is considered by his peers to be one of the most respected and important urban architects in the world and a leading educator and intellectual, in fact, a true visionary.

Many of his publications are considered classics and he has addressed some of the most complex and controversial subjects possible in urbanism in books like *The Next Jerusalem* and *After the World Trade Center: Rethinking New York City*. He is involved in projects in New York City and around the world and we are truly fortunate to have him at **City College** and **The City University of New York**. Thank you.

**BB. THE CITY UNIVERSITY OF NEW YORK – DISPOSITION OF AUTHORITY TO THE VICE CHANCELLOR FOR HUMAN RESOURCES MANAGEMENT AND THE VICE CHANCELLOR FOR LABOR RELATIONS:**

WHEREAS, At its meeting on November 26, 2007, the Board of Trustees appointed a Vice Chancellor for Human Resources Management and a Vice Chancellor for Labor Relations in place of a Vice Chancellor for Faculty and Staff Relations; therefore be it

RESOLVED, That the Board of Trustees authorize the Chancellor to designate that specific functions that had been performed by the Vice Chancellor for Faculty and Staff Relations now be performed by either the Vice Chancellor for Human Resources Management or the Vice Chancellor for Labor Relations, as appropriate.

EXPLANATION: The Vice Chancellor for Faculty and Staff Relations had the duty and power to perform functions on behalf of The City University of New York. By virtue of this resolution, the Chancellor is authorized to designate either the Vice Chancellor for Human Resources Management or the Vice Chancellor for Labor Relations, as appropriate, to perform those responsibilities.

**Report of Faculty, Staff and Administration Committee Chair Valerie Lancaster Beal:**

I would like to note that **Vice Chancellor Gloriana Waters** distributed to the Committee for information two reports on the number and type of discrimination and sexual harassment complaints received and handled by the University.

**NO. 6. COMMITTEE ON FACILITIES PLANNING AND MANAGEMENT:** RESOLVED, That the following items be approved:

**A. BOROUGH OF MANHATTAN COMMUNITY COLLEGE – 199 CHAMBERS STREET FAÇADE RESTORATION:**

RESOLVED, That the Board of Trustees of The City University of New York accept the design for the restoration of the 199 Chambers Street façade project at Borough of Manhattan Community College, as prepared by Superstructures + Engineers Architects, with a construction budget of \$3,474,139; and be it further

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

EXPLANATION: Borough of Manhattan Community College will repair the façade of the its main campus building at 199 Chambers Street, in order to comply with public safety as per Local Law 11/98 and the applicable sections of the New York City and New York State Building Codes.

**B. YORK COLLEGE – CROSSWALK:**

RESOLVED, That the Board of Trustees of The City University of New York authorize the General Counsel to execute a construction contract on behalf of York College to construct a Crosswalk from 159th to 160th Streets. The contract shall be awarded to the lowest responsive and responsible bidder after public advertisement and sealed bidding pursuant to law and University regulations. The contract cost shall be chargeable to the City Capital Budget, Project No. YORKCOLL, for an amount not to exceed \$500,000. The contract shall be subject to approval as to form by the University Office of the General Counsel.

EXPLANATION: York College will construct a sidewalk connecting its new 159th Street Pedestrian Mall to 160th Street, which will facilitate the flow of College-bound pedestrians from the subway and bus stops of Jamaica Center to the main campus buildings.

To design this project, the Board approved the selection of the firm of Lee Weintraub Landscape Architecture LLC by resolution dated September 26, 2005, Cal. No. 6.F.

**C. QUEENS COLLEGE – RESIDENCE HALL AUTHORIZATION:**

RESOLVED, That the City University request the Dormitory Authority of the State of New York to enter into a ground lease with Q Student Residences, LLC, a special purpose subsidiary of the Queens College Special Projects Fund, Inc. for the leasing of a parcel of property on the campus of Queens College to allow for the construction of a student housing facility of approximately 500 beds thereon; and be it further

RESOLVED, That the Board of Trustees of The City University of New York authorize the General Counsel and Senior Vice Chancellor for Legal Affairs to negotiate, approve as to form, and execute agreements among Q Student Residences, LLC, Capstone Development Corp., Capstone On-Campus Management, LLC. and any other necessary parties, and The City University of New York, for pre-development and development services and for the subsequent management and operation of the residence facility on the campus of Queens College.

EXPLANATION: The Chancellor and the College President have determined that providing a residence facility on the Queens College campus would promote and enhance the educational mission of the college and university. After completing a demand analysis, CUNY issued a Request for Proposals from experienced dormitory development/management firms to finance, develop and operate – on a self supporting basis – a 500 bed campus residence on an approximately 2.3 acre campus site located between the Rosenthal Library and the Fitzgerald Gymnasium, now used for tennis courts (which will be relocated to other campus sites). 5 firms responded to the RFP, 2 were interviewed by a committee of central office and college representatives and Capstone Development Corp. ("Capstone") was selected for the development and management of the residence.

The deal structure is as follows: The Dormitory Authority will lease the proposed site to Q Student Residences, LLC, which in turn, with CUNY's approval and/or participation, will enter into separate pre-development, development, and management agreements with Capstone and its related entities. Q Student Residences, LLC, as owner/borrower, will enter into a loan agreement with a lender which will issue long term tax exempt bonds to finance the project. Capstone (pursuant to its development agreement with Q Student Residences, LLC) will use the bond proceeds to engage architects, contractors, furniture suppliers, etc. to design, construct and furnish the building. When construction of the building is completed, Capstone (pursuant to its management agreement) will collect rents (which would be used to pay debt service on the bonds), will operate the facility and would accrue reserves for future repairs.

It is currently estimated that the project will provide 506 student, staff and faculty beds in a five story building of about 150,000 square feet. It is expected to contain primarily 4 bedroom/2 bath units and 2 shared bedroom/2 bath units to house undergraduate students. It will also offer one bedroom and studio units for graduate and resident assistant students and 5 faculty/staff apartments. Multiple common spaces will be provided within the building including private and open study lounges, a laundry room, self serve café, seminar/classroom space and a fitness center. The project will also include the provision of approximately 200 new parking spaces under the building and elsewhere on campus. The direct construction cost is estimated at approximately \$44 - \$46 million and a bond issue is anticipated at approximately \$67 million (to include design and other fees, construction supervision, required reserves, financing costs, etc.). It is anticipated the financing will be completed and construction will begin in the early spring of 2008 and construction will be completed for a Fall 2009 opening.

#### **D. MEDGAR EVERS COLLEGE – 391 EASTERN PARKWAY LEASE:**

RESOLVED, That the Board of Trustees of The City University of New York authorize the Senior Vice Chancellor for Legal Affairs to execute a new ten (10) year lease agreement, on behalf of Medgar Evers College, to rent approximately nine thousand (9,000) square feet of space, at the premises known as 391 Eastern Parkway, Brooklyn, New York. The agreement shall be subject to approval as to form by the University Office of the General Counsel.

EXPLANATION: On June 25, 2007, the Board of Trustees adopted a resolution authorizing the University to enter into a lease at this location for 6,000 square feet of space at a rental rate not to exceed \$26.00/SF. Subsequently, the landlord has been able to make available to the College and additional 3,000 square feet of space to bring the total leased area up to 9,000 square feet of space.

The proposed new ten-year lease will provide the College with additional space for classrooms, seminar rooms and offices to help relieve the overcrowded conditions on campus. The base annual rental is not expected to exceed \$234,000 (\$26.00/SF) in the first year of the term, with an escalation of 3% per annum for each year thereafter. The ten-year term will start upon completion of certain work requested by the College. The landlord will maintain all mechanical, plumbing and other building systems. The University will be responsible for cleaning and electricity and will reimburse the landlord for its proportionate share of increases in real estate taxes over the base year of the lease.

This resolution is intended to replace the resolution adopted on June 25, 2007, Cal. No. 6.H.

#### **E. LAGUARDIA COMMUNITY COLLEGE – 30-20 THOMSON AVENUE LEASE:**

RESOLVED, That the Board of Trustees of The City University of New York authorize the Senior Vice Chancellor for Legal Affairs to execute a new five (5) year lease agreement, on behalf of LaGuardia Community College, to rent approximately six thousand (6,000) square feet of space at the premises known as 30-20 Thomson Avenue, Long Island City, New York. The agreement shall be subject to approval as to form by the University Office of the General Counsel.

EXPLANATION: On June 25, 2007, the Board of Trustees adopted a resolution authorizing the University to enter into a lease at this location for 3,500 square feet of space at a rental rate not to exceed \$25.00 per square foot. The space will be used by LaGuardia Community College to operate the Accelerated Study in Associates Program, also known as ASAP. Subsequently, the landlord has been able to make available to the College some additional space

in an adjacent area. The total area now available for lease is 6,000 square feet of classroom and office space. This additional space is needed by the College to operate the program effectively.

The landlord, at landlord's cost, will renovate the new space to the College's specifications. The base annual rent is not expected to exceed \$150,000 (\$25.00/SF) per annum in the first year and escalate 3% per annum in each subsequent year of the term. The term will start upon completion by landlord of certain work requested by the College. The landlord will maintain all mechanical, plumbing and other building systems. The University will be responsible for cleaning, the cost of utilities and its proportionate share of increases in real estate taxes over the base year.

This resolution is intended to replace the resolution adopted on June 25, 2007, Cal. No. 6.J.

**Upon motion duly made, seconded and carried, the public meeting was adjourned at 5:58 P.M.**

**SECRETARY AND SENIOR VICE CHANCELLOR JAY HERSHENSON**

**This is a detailed summary of the Board of Trustees' meeting. The tapes of the meeting are available in the Office of the Secretary of the Board for a period of three years.)**

**PSC-CUNY WELFARE FUND TRUST INDENTURE**

This document is the PSC-CUNY Welfare Fund Trust Indenture (hereinafter referred to as “Indenture”) entered into on the 30<sup>th</sup> day of July 2007 among **THE CITY UNIVERSITY OF NEW YORK** (hereinafter referred to as “**CUNY**” or “**the University**” and formerly known as the Board of Higher Education of the City of New York), the **PSC-CUNY WELFARE FUND**, an unincorporated association (hereinafter referred to as the “**FUND**”, and formerly known as the City University Faculty Welfare Fund and, at one time, the PSC-BHE Welfare Fund and sometimes formerly referred to as the City University Faculty Welfare Trustees and the PSC-BHE Welfare Trustees), and the **PROFESSIONAL STAFF CONGRESS/CUNY**, the collective bargaining representative for the CUNY instructional staff (hereinafter referred to as “**the PSC**”).

**WHEREAS**, during the fiscal year ending June 30, 1967, CUNY called for the election of Fund Trustees and their creation as a body; an indenture creating the Fund was adopted and approved by the Internal Revenue Service as creating an exempt organization; and an Agreement was entered into between CUNY and the Fund on or about June 9, 1967; and

**WHEREAS**, CUNY pursuant to collective bargaining agreements with collective bargaining representatives of the CUNY instructional staff has continued to make payments to the Fund for welfare benefits for its instructional staff and for certain other persons, whether active, on leave or retired; and whenever advisable and feasible for members of their families, dependents and survivors; and

**WHEREAS**, the collective bargaining agreements between CUNY and the PSC effective September 1, 1977 changed the name of the City University Faculty Welfare Trustees to the PSC-BHE Welfare Trustees; and

**WHEREAS**, the collective bargaining agreement between CUNY and the PSC effective September 1, 1978 provided for the parties to support a reconstitution of the PSC-BHE Welfare

Fund which was negotiated by the PSC and the Fund, and was approved by the PSC and CUNY; and

**WHEREAS**, the collective bargaining agreement between CUNY and the PSC effective September 1, 1984, provided in Section 26.3 for a reorganization of the structure of the Fund which provided in part, as follows:

1. A Board of Trustees shall be established to govern and be accountable for the operation of the Fund.

2. The President of the PSC or the Treasurer of the PSC if so designated by the President of the PSC shall serve as the chairperson of the PSC-CUNY Welfare Fund. In the event the President of the PSC designates the PSC Treasurer to serve as chairperson of the Fund, the PSC Secretary shall assume the responsibility indicated in Section (3), (b), below.

3. The Board shall consist of the following members:

a. Chairperson of the PSC-CUNY Welfare Fund.

b. Treasurer of the PSC (ex officio without a vote).

In temporary absence of the Chairperson, the PSC Treasurer shall preside and be eligible to vote at Fund meetings.

c. Secretary

d. Treasurer

e. Two Executive Officers, each with responsibility designated by the Chairperson for internal and external matters relating to the Fund.

f. Four additional members of the instructional staff.

g. The Vice-Chancellor for Faculty & Staff Relations.

h. A member of the instructional staff appointed by the Chancellor, selected from among the titles covered by the Fund but excluded from the PSC unit, shall be ex officio without vote but shall have a vote in the absence of the Vice-Chancellor for Faculty & Staff Relations.

i. The General Administrator of the PSC-CUNY Welfare Fund (ex officio without a vote). The General Administrator shall report to the Chairperson of the Fund.

Unless otherwise indicated, the members of the Board of Trustees shall be appointed by the President of the PSC, after consultation with the PSC Executive Council. The members of the Board appointed by the President of the PSC shall serve a three year term of office, with the initial appointments staggered for periods of one-to-three years. The Board shall meet bi-monthly during the academic year.

4. The Chairperson of the Fund shall nominate a General Administrator whose appointment shall be subject to confirmation by the Board of Trustees. The General Administrator shall participate in the development of the policies and programs of the Fund, be responsible for the administration and implementation of the Fund policies and programs, coordinate contacts with vendors, and supervise the operation of the Fund office and its professional and support staff.

5. A PSC-CUNY Welfare Fund Advisory Council shall be established consisting of the Board of Trustees of the Fund, elected representatives of each unit of CUNY, and a representative of the PSC Retirees Chapter. The Council representatives shall meet each semester to advise the Board of Trustees on matters of policy and programs, act as campus liaison with their colleagues, and to serve on committees of the Fund. The restructured Fund shall for all purposes be considered the successor entity to the current Fund.

This Whereas Clause shall hereinafter be referred to as the “1985 RESTRUCTURE WHEREAS CLAUSE”; and

**WHEREAS**, the parties hereto have had a Trust Indenture dated on or about June 9, 1967, which was amended and restated on February 27, 1981, that governs the operations of the Fund; and

**WHEREAS**, a Welfare Fund Clarification Agreement was executed by CUNY and the PSC in September 1993; and

**WHEREAS**, the Trustees of the Fund, the PSC, and CUNY now desire to amend and restate the Trust Indenture effective as of the date first stated herein, to integrate the Tripartite Agreement, Trust Indenture, and Clarification Agreement, and to conform, simplify and update all of the Fund’s governing documents;

**NOW THEREFORE**, the parties hereto agree as follows:

## ARTICLE I

## RESTATED TRIPARTITE AND CLARIFICATION AGREEMENT PROVISIONS

(1) This Indenture, effective immediately, incorporates, modifies, and supersedes the Trust Indenture dated on or about June 9, 1967 entered into between CUNY and the Fund and amended and restated February 27, 1981; the Tripartite Agreements dated May 27, 1980 and January 2, 1986, entered into among CUNY, the PSC, and the Fund; and the Welfare Fund Clarification Agreement by CUNY and the PSC executed in September 1993.

(2) This Indenture is entered into for the benefit of the instructional staff of the City University and such other persons, whether active, on leave or retired as the PSC, after consultation with the Fund, and CUNY, shall agree to be the participants in this Indenture and of the Fund. Such persons shall hereinafter be referred to as “participants.” In addition, wherever advisable and feasible, this Indenture is also entered into for the benefit of dependents and survivors of participants, who shall hereinafter be referred to as “beneficiaries.”

(a) The CUNY employees in the instructional staff whom the parties have agreed shall be participants are as follows:

- (i) All full-time members of the instructional staff of CUNY
- (ii) Full-time instructional staff employed in PSC-represented titles who are excluded from representation
- (iii) Full-time instructional staff who are in the Executive Compensation Plan
- (iv) Persons employed full-time in the following non-instructional staff titles:

Administrative Superintendent of Buildings and Grounds

University Chief Architect

University Chief Engineer  
Assistant College Security Director  
Chief Administrative Superintendent of Campus Buildings  
and Grounds  
College Security Director  
Computer Operations Manager  
Computer Systems Manager  
Deputy University Security Director  
University Associate Chief Engineer  
University Security Director

- (v) Retirees who were instructional staff members who separated from service subsequent to June 30, 1970, who were eligible to receive supplemental welfare benefits at the time of such separation, and who remain primary beneficiaries of the New York City Health Insurance Program and are entitled to benefits paid for by the City through such program. Benefits shall be purchased for each class of such Retirees. The two classes of such Retirees are those Retirees separated from service from July 1, 1970 through August 31, 1982 and those Retirees separated from service after August 31, 1982.
- (vi) Retirees who were instructional staff members who separated from service prior to July 1, 1970. Such Retirees shall receive benefits as determined by the Trustees. CUNY is not obligated to make contributions for such Retirees.
- (vii) Adjuncts, effective February 1, 1986, provided that benefits shall be available only to those non-teaching adjuncts who are working ten (10) or more hours per week and who have worked ten (10) or more hours for two (2) consecutive semesters and to those teaching

adjuncts who are teaching six (6) or more hours (or the equivalent) in the semester and who have taught one (1) or more courses for two (2) consecutive semesters (not including Summer Sessions), and provided further that said non-teaching and teaching adjuncts are not covered by other primary health care insurance provided by or through another source. Adjuncts who establish eligibility as provided in this paragraph, which is based upon CUNY-wide service, shall be eligible to receive benefits in the third consecutive semester. Effective August 25, 2006, where an adjunct's continuous appointments in a teaching or non-teaching title are immediately followed by an appointment to a Substitute full-time position on the instructional staff with no break in service, and the period of Substitute service is immediately followed by continuous appointment to an adjunct teaching or non-teaching title with no break in service, the period of adjunct service immediately preceding the Substitute appointment will be added to the continuous adjunct service immediately following the Substitute service, as though there were no break in adjunct service, for the purposes of determining eligibility for health benefits under this section. An adjunct who has established eligibility for this health benefit shall lose eligibility if in any two out of three academic years the adjunct teaches in only one semester of the year at CUNY.

(viii) Such other categories of employees on whose behalf the University has agreed with the PSC to make contributions.

(b) The definition of the survivors of CUNY employees whom the parties have agreed shall be beneficiaries is as follows:

(i) Widows, widowers, eligible domestic partners, and dependent children of employees who died in active service shall be eligible for such benefits and for such length of time as the Trustees shall determine.

(c) PSC membership shall not be required of participants or their beneficiaries.

(3) The Fund shall be governed, administered and managed by the Fund Trustees pursuant to this Indenture, the Fund Bylaws, and the collective bargaining agreements between CUNY and the PSC. The collective bargaining agreement between CUNY and the PSC shall take precedence in determining all matters affecting the Fund and changes required by such collective bargaining agreement shall be incorporated immediately into this Indenture and into the Fund Bylaws. The Fund Bylaws shall incorporate the provisions specified in the "1985 RESTRUCTURE WHEREAS CLAUSE" hereof, as amended by this Indenture.

(4) The Board of Trustees Fund shall be constituted of twelve (12) voting members, one (1) of whom shall be the President of the PSC, or, in his or her stead, the First Vice President, the Treasurer, or the Secretary of the PSC, as may be designated by the President; eight (8) of whom shall be members of the Instructional Staff of the University who are members of the PSC in good standing; one (1) of whom shall be a retiree from the Instructional Staff of the University who is a member in good standing of the PSC Retiree Chapter; one (1) of whom shall be the Vice Chancellor of the University for Faculty and Staff Relations; and one (1) of whom shall be a member of the Instructional Staff who is employed in a title covered by the Fund but excluded from the PSC unit. In addition to the voting members, the Board shall include the Executive Director of the Fund as a non-voting member.

(5) The President of the PSC, in consultation with the PSC Executive Council, shall appoint officers and the eight (8) Trustees who are members of the Instructional Staff and the one (1) Trustee who is a retiree from the Instructional Staff. The Chancellor of CUNY shall appoint

as a Trustee the member of the Instructional Staff who is employed in a title covered by the Fund but excluded from the PSC unit.

(6) The PSC-CUNY Welfare Fund Advisory Council shall continue and shall consist of the Board of Trustees of the Fund, elected representatives of each unit of CUNY, a representative of the PSC Retirees Chapter, and a representative of full-time instructional staff in PSC-represented titles who are excluded from representation. The Council representatives shall meet each semester to advise the Board of Trustees on matters of policy and programs, act as campus liaison with their colleagues, and to serve on committees of the Fund.

(7) An amendment to the Fund Bylaws requires an affirmative vote of no less than two-thirds of the Trustees present and voting at two duly called meetings of the Fund Trustees. A provision of an agreement between the PSC, after consultation with the Fund, and CUNY shall take precedence over the Fund Bylaws. No amendment may be adopted which permits the use of funds contrary to the basic purposes expressed herein, nor may any such amendment change the nature of the purposes of the Fund. A copy of each proposed amendment shall be distributed to each Trustee at least five (5) days prior to any meeting at which such amendment is to be proposed.

(8) An agreement to adhere to this Indenture shall be executed by each Fund Trustee and all new Trustees upon assuming office as a Trustee. The individual Trustee adherence agreement shall include provisions obligating each individual Trustee to perform the obligations of the Fund under this Indenture. A provision of an agreement between the PSC, after consultation with the Fund, and CUNY shall supersede and take precedence over the provisions of Articles II *et seq.* of this Indenture.

(9) The Fund shall maintain accurate and suitable records, data and information relating to its financial activities in conformance with generally accepted accounting principles, including accurate and detailed accounts of all assets, liabilities, receipts and disbursements and other transactions engaged in during the year. All books and records of account shall be open to

inspection and audit at all reasonable times by CUNY, the Comptroller of the City of New York, the Comptroller of the State of New York, and the PSC, or their duly authorized representatives.

(10) Each year an annual report of the Fund shall be prepared reflecting in summary the assets, liabilities, receipts, disbursements and other transactions engaged in during the year. Each year, as soon as possible, the annual report shall be audited by a firm of Certified Public Accountants. Copies of the certified annual report shall be submitted to CUNY, the Comptroller of the City of New York, the Comptroller of the State of New York, the PSC, and all of the Fund Trustees. A summary of such report shall be submitted to the participants.

(11) CUNY shall requisition from the appropriate bodies for payment to the Fund such sums as it may be required to contribute to the Fund by the collective bargaining agreement or any other agreement between CUNY and the PSC. The liability of CUNY shall in no event exceed such sums.

(12) The Fund shall continue to provide appropriate welfare benefits. The Fund shall use its best efforts to obtain the most desirable contracts at the lowest cost and containing the most advantageous provisions.

(13) The Fund Trustees shall be responsible in a fiduciary capacity for all money, property or other assets received, managed or disbursed by them or under their authority, and shall exercise their duties prudently in reliance upon advice and opinions rendered by competent counsel, consultants, actuaries, auditors and other professional consultants.

(14) The Fund, Fund Trustees, Fund officers and employees, CUNY, CUNY Trustees, CUNY employees, PSC, and PSC officers and employees are prohibited from receiving directly or indirectly any payment, commission, loan or other thing of value from any insurance company, insurance agent, insurance broker of any hospital, surgical, dental or medical service or other plan, or any corporate trustee or agent holding or administering any part of the assets of the Fund, in connection with the solicitation, sale, service or administration of a contract providing participant and beneficiary benefits for the Fund; and from receiving any payment,

commission, loan service or any other thing of value from the Fund or which is charged against the Fund or would otherwise be payable to the Fund, either directly or indirectly, except that any such person may be reimbursed for his or her reasonable expenses necessarily incurred and any such person may receive any employee benefits to which he or she is otherwise entitled, and any employee, officer, or Trustee of the Fund may receive from the Fund reasonable compensation for necessary services rendered or incurred by him or her in connection with his or her duties as such; provided that nothing contained in this section shall affect the payment to the Fund of any dividend or rate credit or other adjustment due under the terms of any insurance or annuity contract, or the receipt by the Fund of reasonable payments for administration of benefits that are not paid out of the assets of the Fund. Any employee, officer, or Trustee who violates this provision shall be removed from his or her position.

(15) The Fund is prohibited from employing or retaining or continuing to employ or to retain any person if such employment or retention involves a conflict of interest.

(16) No political contributions shall be made directly or indirectly from assets or property of the Fund.

(17) The Fund shall comply with all the city, state or federal laws applicable to the Fund, and take all steps necessary for such compliance.

(18) CUNY and its officials and employees shall not be liable for any mistake or error of judgment, whether intentional, negligent or otherwise, or any other act of omission or commission, of the Fund or the Fund Trustees, in the Fund's receipt, transmission, or expenditure of the sums CUNY contributes to the Fund, in the operation or administration of the Fund, or for any failure of the Fund for any reason whatsoever, to carry out the terms of this Indenture in part or in whole for the benefit of each participant and beneficiary. The Fund hereby further agrees that out of its funds it will hold CUNY and its officials and employees harmless against any claim whatsoever arising out of the Fund's receipt, transmission, or expenditure of the CUNY contributions, or the operation or administration of such Fund, or the failure of the Fund or Fund Trustee for any reason whatsoever, to carry out the terms of this Indenture in part

or in whole for the benefit of each participant and beneficiary, except for the default of CUNY in making its contributions under this Indenture. For the purposes of this paragraph, the Fund shall be fully responsible for the administration and provision of all Fund welfare benefits to each participant and beneficiary.

(19) The term of this Indenture shall be from the date of this Indenture until such time as it shall be cancelled by any party on at least six months notice to the others provided that the terminal date shall be August 31<sup>st</sup> of any year. In the event of the cancellation of this Indenture, the Fund shall forthwith account to CUNY and the PSC for all its funds and other assets at the time of the expiration of this Indenture and shall pay such balances and other assets to CUNY for the continuation of the existing welfare benefits for the participants and beneficiaries hereof.

(20) Contributions for Retirees

(a) This Indenture and all prior agreements between the University and the PSC shall be interpreted as intending and allowing all welfare contributions made by the University on behalf of retirees to be made to the Fund and to continue to be so made.

(b) The contributions referred to in subsection (a) of this section were intended to be and shall continue to be combined and commingled with contributions made at any time, either directly or indirectly, on behalf of active employees of the University. The University and the PSC did not and do not intend that separate trust funds be set up for active employees and retirees.

(c) The Board of Trustees has had and continues to have the sole authority to devise and administer plans of benefits for active employees or groupings of active employees (based upon rational classifications such as adjunct status) and retirees or groupings of retirees and such benefits shall be paid and were intended to be paid from the body of all monies contributed to the Fund on behalf of both active employees and retirees.

(d) Any preceding agreement between the University and the PSC relating to contributions on behalf of active employees or retirees shall be read to conform to this section and this section is binding upon the University and the PSC and all participants and beneficiaries.

(21) The provisions of this Article I may be amended only by the mutual consent of CUNY, the PSC, and the Fund. All following provisions of this Indenture (Article II *et seq.*) may be amended by the Trustees or by agreement of CUNY and the PSC.

## ARTICLE II PURPOSE

The purpose of the Fund shall be to provide for the participants and their beneficiaries such welfare benefits as prescription drug, medical, hospital, dental, life, disability, and other insurance, and other health, security, and welfare insurance and other benefits as may be determined by the Fund and its Trustees; provided however, that the Fund shall always be maintained on a sound fiscal basis.

## ARTICLE III ORGANIZATION AND OPERATION

(1) This Trust Fund shall be known as the PSC-CUNY WELFARE FUND.

(2) It is intended that this Trust shall be established and operated in a manner that shall qualify it as an organization exempt from income taxation under Section 501(a) of the Internal Revenue Code (hereinafter referred to as the "Code"), so as to ensure that the earnings of the Trust Fund remain exempt from income tax under the Code. Notwithstanding anything to the contrary contained herein, the Trust shall be operated exclusively for such purposes as will comply with Section 501(a) of the Code. To the extent that anything herein is inconsistent with

the Code, this Indenture shall be deemed amended in such fashion as will implement the purposes of this Trust while continuing to comply with the requirements of the Code.

(3) The Trustees shall conduct all of the business of the Fund. They shall receive reports, make plans and take such actions as they shall deem to be in the best interests of the Fund and consistent with their obligations as Trustees.

(4) The Fund and the Trustees shall adopt such rules, regulations and procedures as shall facilitate the operation and administration of the Fund, collection of contributions, investments, plans and programs. The Trustees are authorized to establish the policies and administrative machinery and adopt appropriate Bylaws for the proper functioning of the Fund, which Bylaws shall not conflict with the terms and conditions of this Indenture or agreements between the University and the PSC with respect to the establishment and operation of the Fund.

(5) In the event that action upon a matter cannot reasonably be delayed until either the next meeting or a specially scheduled meeting of the Board of Trustees, at the request of the Chairperson of the Board of Trustees, a vote of the Board of Trustees may be conducted by mail, telephone, facsimile, or email; provided that in such circumstances an affirmative vote of a majority of the Trustees with vote shall be required, and provided further that amendments to this Indenture may not be made pursuant to this section. Notice of the motion to be voted upon shall be provided to all Trustees by email or facsimile transmission where possible and more than one attempt at contacting each Trustee shall be made.

#### ARTICLE IV

##### TRUSTEES, OFFICERS, AND EXECUTIVE DIRECTOR

(1) Appointments of the voting Trustees appointed by the President of the PSC shall be for a three-year term beginning September 1 in the year of appointment.

(2) No vacancy in the office of Trustee shall impair the power of the remaining Trustees, acting in the manner herein provided, to administer the affairs of this Trust.

(3) Any successor Trustee shall, upon acceptance in writing of the terms of this Trust, be vested with all the rights, powers, obligations and duties of his or her predecessor as a Trustee and shall be bound by the terms of this Indenture.

(4) An officer of the Fund may hold such office only as long as such officer continues to be a Trustee. If such officer ceases to remain eligible, or resigns, or is removed, or if a vacancy in such office occurs for any reason, the President of the PSC shall appoint to fill the vacancy for the unexpired term.

(5) The Board of Trustees shall have the following officers:

(a) Chairperson: The Chairperson of the Board shall be the President of the PSC or his or her designee as per Article I, Section 4.

(b) Executive Officer: The Executive Officer shall be appointed by the Chairperson from among the nine (9) members appointed by the President of the PSC, and shall also serve as the Fund's Vice Chairperson.

(c) Secretary. The Chairperson shall appoint a Secretary from among the nine (9) members appointed by the President of the PSC.

(d) Treasurer. The Chairperson shall appoint a Treasurer from among the nine (9) members appointed by the President of the PSC.

(6) Duties of Officers

(a) Chairperson: The Chairperson of the Board of Trustees shall be the Chief Administrative Officer of the Fund. He or she shall preside at meetings of the Board, and shall execute appointing powers. The Chairperson or his/her designee shall sign and execute in the name and on behalf of the Trustees all documents required by the Trustees or as reasonably incidental to this office. The

Chairperson may delegate to other officers of the Board, as well as the Fund's Executive Director, such duties and responsibilities as will best serve the needs of the Fund.

(b) Executive Officer: The Executive Officer shall have responsibility for oversight of the Fund's benefits design, membership relations, public relations, administrative budget development, benefit program development and implementation in accordance with the master plan, and Fund asset investment. In the temporary absence of the Chairperson, the Executive Officer, as Vice Chairperson, shall perform the duties of the Chairperson.

(c) Treasurer: The Treasurer shall oversee the property of the Fund, the development of the Fund's administrative budget, the investment of the Fund's assets, and the performance of such other duties relating to the Fund's property, including any pension or welfare programs or trusts that may be established for the benefit of the employees of the Fund, as may be imposed by this Indenture, the Bylaws, or by the Trustees. The Treasurer shall Chair any Committee of the Trustees responsible for overseeing the staff benefit programs, if any, established by the Trustees for the benefit of the employees of the Fund Office of the Fund. The Treasurer shall oversee the maintenance of true and accurate accounts of all receipts and expenditures and a true and accurate record of all financial transactions of the Fund, and shall oversee the furnishing of such reports as may be required.

(d) Secretary: The Secretary shall oversee the maintenance of the records of the Fund and of accurate minutes of all regular and special meetings of the Trustees.

(7) Executive Director

(a) Appointment: The Chairperson of the Fund shall nominate an Executive Director whose appointment shall be subject to confirmation by a majority vote of

the total number of voting members of the Board of Trustees. The Executive Director shall report to the Chairperson of the Board or to his or her designee.

(b) Duties: The Executive Director, under the supervision of the Chairperson, shall be responsible for the following:

- (i) Development of the policies and programs of the Fund;
- (ii) Administration and implementation of the Fund's policies and programs;
- (iii) Review of utilization and performance of contracts with vendors and the making of recommendations to appropriate officers and the Board of Trustees;
- (iv) Day-to-day operations of the Fund's office and its staff;
- (v) Management of the Fund office staff;
- (vi) Execution, together with those officers designated by the Trustees, of checks drawn upon the accounts of the Fund, which shall include the authority to sign alone checks in the petty cash and other special accounts up to amounts to be determined by the Trustees upon the recommendation of the Treasurer;
- (vii) Maintenance of the minutes of the meetings of the Board of Trustees and other minutes and records of the Fund;
- (viii) Maintenance of the financial records and reports of the Fund;

- (ix) Communications with the Fund's participants, Trustees, the University and the PSC;
- (x) Management of the Fund's fiduciary insurance and bonding;
- (xi) Oversight of all mandated disclosure and reporting; and
- (xii) Carrying out any additional duties that may be assigned by the Board's Chairperson and/or the Trustees.

#### ARTICLE V FUNDS AND PROPERTY

(1) The funds, property and assets of the Fund are and shall continue to be Trust Funds and be kept separate and apart from any and all other funds and property of CUNY or the PSC.

(2) The assets of the Fund shall be used to provide for the participants and beneficiaries such benefits as the Trustees may deem desirable and to pay the expenses of operating the Fund.

(3) Assets of the Fund may further be used to set up a proper reserve to be invested, to purchase property, to obtain the facilities or other media which will provide, enhance or promote the health, welfare, education, or material or mental well-being of the participants and beneficiaries.

#### ARTICLE VI OBLIGATIONS OF TRUSTEES

(1) In exercising any and all powers, duties and responsibilities under this Indenture, the Board of Trustees shall discharge its duties and responsibilities hereunder solely in the

interest of the Fund's participants and beneficiaries for the exclusive purpose of providing benefits to the participants of the Fund and their beneficiaries and defraying reasonable expenses of administering the Plan with the care, skill, prudence and diligence under the circumstances then prevailing that a prudent person acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of a like character and with like aims, and shall diversify all Trust Fund assets so as to avoid the risk of large losses (unless, under the circumstances, it is clearly prudent not to do so).

(2) The Board of Trustees of the Fund pursuant to the terms and conditions of the Bylaws of the Fund shall be responsible for the deposit and investments of funds and earnings under the care and custody of the Trustees.

#### ARTICLE VII POWERS AND DUTIES OF TRUSTEES

(1) The Trustees shall have all powers available under New York law and shall also have all powers necessary and desirable to effectuate the purposes of the Trust, including, without limiting the generality of the foregoing, the following:

- (a) Committees.
  - (i) The Board may delegate one or more of its fiduciary responsibilities to one or more other Committees.
  - (ii) Each such Committee shall comprise two or more Trustees, and may include other persons as appointed by the Chairperson of the Board of Trustees.
  - (iii) Except as otherwise provided by applicable law, to the extent that such responsibilities are so delegated, the remaining Trustees shall

not be liable for any loss resulting to the Trust Fund resulting from the acts or omissions of any Committee.

(b) Discretionary Authority.

- (i) The Board shall have the exclusive right, power, and authority, in its sole and absolute discretion, to administer, apply and interpret this Indenture, the Plan and any other Plan or Trust documents and to decide all factual and legal matters arising in connection with the operation or administration of the Plan or the Trust and the investment of Plan assets. Where authorized by the Board, the Executive Director shall have the exclusive right, power, and authority, in his or her sole and absolute discretion, to administer, apply and interpret the Plan and any other Plan documents and to decide all factual and legal matters arising in connection with the operation or administration of the Plan and the investment of Plan assets.
- (ii) Without limiting the generality of the foregoing, the Board (or, where authorized by the Board, the Executive Director) shall have the sole and absolute discretionary authority to:
  - (A) take all actions and make all decisions (including factual decisions) with respect to the eligibility for, and the amount of, benefits payable under the Plan to participants and beneficiaries;
  - (B) formulate, interpret and apply rules, regulations and policies necessary to administer this Indenture, the Plan or other Plan documents in accordance with their terms;

- (C) decide questions, including legal or factual questions, relating to the calculation and payment of benefits, and all other determinations made, under the Plan or other Plan documents;
  - (D) resolve and/or clarify any factual or other ambiguities, inconsistencies and omissions arising under this Indenture, the Plan or other Plan documents; and
  - (E) process, and approve or deny, benefit claims and rule on any benefit exclusions.
- (iii) All determinations made by the Board (or, where authorized by the Board, the Executive Director) with respect to any matter arising under the Plan, this Indenture and any other Plan documents shall be final and binding on all parties affected thereby.
- (c) The Fund shall have and maintain an office at a location in the City of New York designated by the Trustees, which shall be deemed the principal place of business of the Fund.

## ARTICLE VIII

### EXPENSES AND TRUSTEES' COMPENSATION

(1) The expenses incurred in the collection of contributions and in the administration and operation of this Trust shall be paid by the Fund.

(2) A Trustee shall be reimbursed for all reasonable and necessary expenses which he or she incurs in the performance of his or her duties as such and, if the Board so determines, may receive reasonable compensation for services rendered to the Fund other than his or her ordinary Trustee services, but shall not be compensated for services rendered as Trustee.

ARTICLE IX  
CLAIMS AND INDIVIDUAL RIGHTS

(1) No participant or any beneficiary or other person claiming by or through such participant by reason of having been named a participant, in a certificate or otherwise, or the Board, shall have any right, title or interest in or to the funds or other property of the Fund or any part thereof, except as specifically provided by this Indenture and the applicable rules and regulations thereunder.

(2) No monies, property or equity of any nature whatsoever in the Fund, or policies or benefits or monies payable therefrom shall be subject in any manner, by a participant or beneficiary or other person claiming through such participant, to anticipation, alienation, sale, transfer, assignment, pledge, encumbrance, garnishment, mortgage, lien, or charge, and any attempt to cause the same to be subject thereto shall be null and void.

ARTICLE X  
INDEMNIFICATION AND PROTECTION OF TRUSTEES AND OTHER PERSONS

(1) Neither the Trustees nor any individual or successor Trustee shall be personally answerable or personally liable for any liabilities or debts of the Fund contracted by them as such Trustees, or for the non-fulfillment of contracts. The same shall be paid by the Fund and the Fund shall be charged with a first lien in favor of each such Trustee for his or her security and indemnification for any amounts paid out by such Trustee for any such liability and for his or her security and indemnification against any liability of any kind which the Trustees, or any of them, may incur hereunder, provided, however, that nothing herein shall exempt any Trustee from liability arising out of his or her own willful misconduct, bad faith, or gross negligence, or entitle such Trustee to indemnification for any amounts paid or incurred as a result thereof.

(2) The Trustees and each individual Trustee shall not be liable for any mistake or error of judgment or for any loss arising out of any act of commission or omission in the execution of their obligations hereunder, so long as they act in good faith and without gross

negligence; nor shall any Trustee be personally liable for the acts of commission or omission of any other Trustee, or of any employee, agent or attorney elected or appointed by or acting for the Trustees.

(3) The Trustees shall be fully protected in acting upon any instrument, certificate, or paper believed by them to be genuine and to be signed or presented by the proper person or persons, and shall be under no duty to make any investigation or inquiry as to any statement contained in any such writing but may accept the same as conclusive evidence of the truth and accuracy of the statements therein contained.

(4) The Trustees shall not be liable for the proper application of any part of the Fund or for any other liabilities arising in connection with the administration or operation of the Fund, except as herein provided.

(5) The Trustees shall from time to time consult with legal counsel and shall be fully protected in acting and relying upon advice in writing of such counsel. The Trustees shall have the right to exercise their duties prudently in reliance upon advice and opinions rendered by competent counsel, consultants, actuaries, auditors and other professional consultants.

(6) The costs and expenses of any action, suit or proceeding brought by or against the Trustees or any of them (including counsel fees), involving the business or affairs of the Fund, shall be paid by the Fund, except in relation to matters as to which it shall be adjudicated in such action, suit or proceeding that such Trustee was acting in bad faith or was grossly negligent in the performance of his or her duties hereunder.

(7) The Trustees shall not be bound by any notice, direction, requisition, advice or request, unless and until it shall have been received by the Trustees at the principal place of business of the Fund.

(8) No person, partnership, corporation or association dealing with the Trustees shall be obliged to see to the application of any funds, securities or other property paid or delivered to

or received from the Trustees as a purchase price or otherwise or to see that the terms of this Indenture have been complied with, or be obliged to inquire into the authority of the Trustees, or the necessity or expediency of any act of the Trustees. Every instrument executed by the Trustees shall be conclusive in favor of any such person, partnership, corporation or association relying thereon that (a) at the time of delivery of said instrument this Indenture was in full force and effect; (b) said instrument was effected in accordance with the terms and conditions of this Indenture, and (c) the Trustees were duly authorized and empowered to execute such instrument.

(9) The Trustees shall be protected in the equitable and uniform application of any Plan they adopt for the payment of (a) death benefits, disability benefits, group insurance or any other forms of insurance as the Trustees may determine, subject to rules of eligibility, amount of contribution, feasibility and safety of the Fund, (b) premiums for such kinds of life, disability, medical, hospital or other insurance for the participants or beneficiaries as the Trustees may determine, (c) the cost of appliances, physical aids, sundries, etc. (d) reimbursement for expenditures or programs involving, health, welfare, or general well-being of the participants or beneficiaries, (e) such other benefits for the participants or beneficiaries as the Trustees may determine, (f) the direct payment of benefits, in whole or in part, in lieu of providing insurance or other coverage to the participants or beneficiaries, as the Trustees may determine, (g) benefits pursuant to a self-insurance program.

(10) Bonding. Any person who is a fiduciary with respect to the Fund or who handles the assets of the Fund including without limitation the Trustees, Executive Director, Investment Managers, Custodians (and any employees, agents or other representatives of the Trust handling monies, Securities and negotiable paper on behalf of the Trust or otherwise entrusted with any portion of the Trust Fund), shall be bonded under a fidelity bond issued by an insurance carrier or duly authorized surety company qualified under the laws of the State of New York. The Board shall, in its sole discretion, have the discretion to determine the amount of such bond and to require the bonding of any other employee of the Trust. The cost of premiums for such bonds for employees and Trustees of the Fund shall be paid out of the Trust Fund.

(11) Fiduciary Insurance. The Board shall purchase with Fund assets and maintain a policy or policies of fiduciary liability (or errors or omissions) insurance covering the Trust Fund, the Trustees, the Executive Director and, if the Board so determines, any other person to whom a fiduciary responsibility with respect to the Plan or Fund has been allocated or delegated, to protect such persons against any and all claims arising out of such fiduciary's breach of his or her fiduciary responsibility to the Plan or the Trust Fund.

## ARTICLE XI MISCELLANEOUS

(1) The Fund was created, and this Indenture executed and amended in the State of New York and all questions pertaining to the validity or construction of this Indenture and of the acts and transactions thereunder shall be determined in accordance with the Laws of the State of New York.

(2) The provisions herein shall be liberally construed in order to promote and effectuate the establishment and operation of the program herein contemplated.

(3) In the event that any provision of this Indenture shall be held illegal or invalid for any reason, such illegality or invalidity shall not affect the remaining provisions of this Indenture; and the provision or provisions held illegal or invalid shall be fully severable and this Indenture shall be construed and enforced as if said illegal or invalid provision had never been inserted herein.

(4) If any provision of this Indenture is determined to be inconsistent with or to contradict the terms and provision of the current collective bargaining agreement between the University and the PSC, or any other agreement between them, such inconsistent or contradictory provisions shall be deemed null and void without affecting the validity of the remaining provisions of this Indenture, provided that the University and the PSC shall not make any amendment to this Indenture or enter into any agreement that shall deprive the Fund of its tax-exempt status under Section 501 of the Code.

ARTICLE XII  
AMENDMENT OF ARTICLES II - XII

(1) The provisions of Articles II through XII inclusive herein may be modified or changed only by an affirmative vote of no less than three-quarters of the Trustees present and voting, provided such changes or modifications do not conflict with the terms and provisions of the collective bargaining agreement between the PSC and the University, Article I hereof, and any other applicable governing and superseding document then in effect.

(2) A copy of each proposed amendment shall be distributed to each Trustee at least five (5) days prior to any meeting at which such amendment is to be proposed. Such proposed amendment may not be adopted until a subsequent meeting.

(3) No amendment may be adopted which permits the use of funds contrary to the basic purposes expressed herein, nor may any such amendment change the nature of the purposes of the Fund.

---

The foregoing PSC-CUNY Welfare Fund Trust Indenture is hereby approved, accepted, and adopted as of the date first stated herein by the following entities and individuals;

CITY UNIVERSITY OF NEW YORK

By: Matthew Rebeckin

Date: 7/28/08

PROFESSIONAL STAFF CONGRESS/CUNY

By: Barbara Bowen

Barbara Bowen, President, PSC

Date: 6/24/08

PSC-CUNY WELFARE FUND

By: Steven London

Steven London, Executive Officer,

PSC-CUNY Welfare Fund

Trustees:

1. Clouard Watson
2. Lisbi Wilby
3. Robert I. Carmel
4. Janev Anis

Dated: June 20, 2008

Dated: June 20, 2008

Dated: June 20, 2008

Dated: June 20, 2008

- 5. Steven Jordan Dated: June 20, 2008
- 6. Jesse L. Martin Dated: Jun 20, 2008
- 7. ~~Josephine Blodgett~~ Dated: June 20, 2008
- 8. Catherine Alicia Hey Dated: July 7, 2008
- 9. Sharon Swacker Dated: July 15, 2008
- 10. David Kotelchuck Dated: July 28, 2008
- 11. \_\_\_\_\_ Dated: