

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

HELD

MAY 2, 2016

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

The Chairperson called the meeting to order at 4:33 P.M.

There were present:

**Benno Schmidt, Chairperson
Philip A. Berry, Vice Chairperson**

**Valerie Lancaster Beal
Wellington Z. Chen
Una S. T-Clarke
Rita DiMartino
Freida D. Foster
Judah Gribetz**

**Hugo M. Morales
Brian D. Obergfell
Carol A. Robles-Roman
Barry F. Schwartz
Charles A. Shorter**

Joseph K. Awadje, ex officio

Terrence F. Martell, ex officio (non-voting)

**Frederick P. Schaffer, General Counsel and Senior Vice Chancellor for Legal Affairs
Jay Hershenson, Senior Vice Chancellor for University Relations and Secretary of the Board
Hourig Messerlian, Deputy to the Secretary
Towanda Lewis
Anthony Vargas
Doris Wang**

**Chancellor James B. Milliken
EVC and University Provost Vita Rabinowitz
EVC and C.O.O. Allan H. Dobrin
President Lisa S. Coico
President Rudolph Crew
President Scott E. Evenbeck
President Ricardo R. Fernández
President William J. Fritz
President David Gomez
President Karen L. Gould
President Farley Herzek
President Russell K. Hotzler
President Thomas Ikenegbe
President Marcia V. Keizs
President Gail O. Mellow
President Antonio Pérez
President Jennifer Raab**

**President Chase Robinson
President Felix V. Matos Rodriguez
President Jeremy Travis
President Mitchel Wallerstein
Dean Michelle Anderson
Dean Sarah Bartlett
Interim Dean Mary Pearl
Vice Chancellor Judy Bergtraum
Vice Chancellor Brian Cohen
Vice Chancellor Matthew Sapienza
Vice Chancellor Pamela Silverblatt
Vice Chancellor Gillian Small
Vice Chancellor Gloriana Waters
Associate VC Andrea Shapiro Davis
University Dean John Mogulescu
Senior Advisor Marc V. Shaw**

The absence of Trustee Jill O'Donnell-Tormey was excused.

Chairperson Benno Schmidt called the meeting to order, and stated that the Board will go into Executive Session to discuss personnel matters after the conclusion of the Public meeting. The Board will then reconvene in Public Session following Executive Session. He read the following notice into the record of the 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: Chairperson 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 at www.cuny.edu/livestream providing service worldwide through personal computers and mobile devices. 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.

Chairperson Schmidt stated that he would like to start by reporting that this will be **University Faculty Senate (UFS) Chair and Trustee Terrence Martell’s** last Board meeting. He joined the Board in June 2012, upon his election as **UFS** Chair, and continued serving upon his re-election in May 2014. **UFS Chair and Trustee Martell** will be honored at the prestigious *One to World* “Fulbright Awards Dinner” on Tuesday, May 24th, at the Waldorf Astoria Grand Ballroom. The Board will miss his profoundly deep commitment to the University, his advocacy of the essential role of faculty in shared governance, his impressive intellect, sense of humor, and unwavering dedication to his dual roles as a trustee and chair of **UFS**.

Statement of UFS Chair and Trustee Terrence Martell:

It has been a pleasure to participate and contribute to the governance of **CUNY**. I want to remind my fellow continuing Trustees and Presidents of this august organization that serves 275,000 degree and 225,000 continuing education students that the University is the only institution with the scale to make a significant difference. If the city is to prosper, **CUNY** must prosper, providing the education which creates the opportunity for continued progress. In these days of rising inequality, the University is the great leveler—the difference between liberal democracy and a walled community. Always remember this in your day-to-day responsibilities while encountering challenges, or when people are critical of **CUNY**. The University is the difference between success and failure for the city. It has been my distinct privilege and pleasure to be part of this group. Thank you very much for this opportunity.

Chairperson Schmidt stated that the University's remarkably successful ASAP program has recently garnered even more well-deserved and positive notice—this time on PBS. A segment on ASAP and its great success in improving community college graduation rates at **CUNY** was recently featured on the PBS NewsHour, with special focus on a **Bronx Community College** student.

Chairperson Schmidt stated that ASAP's three-year community college graduation rate is 57 percent, compared to 17 percent **CUNY**-wide. The program's winning formula and stunning success rate has attracted notice from President Barack Obama and educators outside New York, and the city has pledged \$77 million for ASAP's expansion at **CUNY**, including \$42 million for fiscal year 2016. **Chancellor James Milliken** has announced that the program will expand from serving 7,500 students currently to 25,000 students by 2018—including a number of senior colleges—and by then, **Bronx Community College** will be an ASAP-only college.

*****VIDEO PRESENTATION OF THE PBS NEWSHOUR SEGMENT*****

Chairperson Schmidt stated that the University can take great pride for putting together one of the leading programs in the country that addresses one of the country's most important and serious educational opportunity problems. **CUNY** should be proud of everyone who has had a hand in the development and the implementation of ASAP.

Chairperson Schmidt stated that he is delighted to report that last week he visited **Guttman Community College** for the official launch of the 14th **CUNY**/Daily News Citizenship Now! Call-in, which was televised live by WABCTV. Speakers included Senator Kirsten Gillibrand, Daily News President and CEO Bill Holiber, and Acting Secretary of State Rossana Rossado, representing Governor Andrew Cuomo. **Chancellor Milliken** visited the volunteers—which numbered over 400—as did His Eminence Timothy Cardinal Dolan, publisher Mort Zuckerman, Senator Charles Schumer, Mayor Bill de Blasio and Daily News editor James Rich.

Chairperson Schmidt added that a number of prominent federal, state and city officials visited to state their support and thank volunteers, including City Council Speaker Melissa Mark Viverito, Congressman Joseph Crowley, Comptrollers Thomas DiNapoli and Scott Stringer, Public Advocate Letticia James, and many state and city legislators.

Chairperson Schmidt stated that this program of citizenship assistance to immigrants exemplifies **CUNY**'s historic mission to serve newcomers and has helped almost 150,000 people navigate the immigration policy maze. Thank you, **Trustee Barry Schwartz** for also visiting the Call-in last week and answering the phones—helping a caller find the right pathway to citizenship information and help. Overall, 13,327 callers were assisted during last week's Call-in.

Chairperson Schmidt stated that he would like to thank **Senior Vice Chancellor and Secretary Jay Hershenson** for inventing this program and Director Allan Wernick and the almost 400 volunteers involved who provided services all week long to newcomers and their families.

Chairperson Schmidt stated that he would like to report that the Board held its annual Queens Borough Hearing on Monday, April 18, 2016. **Trustee Judah Gribetz** chaired the hearing that was also attended by **Trustee Una Clarke** and **University Student Senate Chair and Trustee Joseph Awadje**, members of the chancellery, the Queens college presidents and the **CUNY School of Law** dean, or their representatives. A summary of the proceedings has been circulated to the Trustees and the Chancellor's cabinet, and the transcript is available in the **Office of the Secretary**.

Chairperson Schmidt stated that on behalf of the Board, he would like to extend his deepest condolences to the families of several members of the **CUNY** family who passed away recently:

- Intel Corporation founder and former chairman, and distinguished **City College** alumnus Andrew

S. Grove passed away on March 21, 2016. Mr. Grove gifted \$26 million to **City College** in 2005, whose School of Engineering was named the Grove School of Engineering. His brilliance, intellect, and loyalty to **CUNY's** mission will be profoundly missed.

- Norma Evenbeck, beloved mother of **Guttman Community College President Scott Evenbeck**, passed away on March 25, 2016. Please accept the Board's deepest condolences, **President Evenbeck**.
- And, Yvette Fay Francis-McBarnette, who passed away on March 28, 2016. A Jamaican-born medical pioneer in treating children with sickle cell anemia, she was an alumna of **Hunter College**, Class of 1945, who enrolled when she was 14, and graduated with a Bachelor's degree in physics in three and a half years.

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

1. We all know that **CUNY** colleges include many of the best poets of our generation on their faculty. Recently, three outstanding faculty received prestigious honors: **Queens College** Distinguished Professor of English Kimiko Hahn was elected board president of the Poetry Society of America; **Baruch College** Distinguished Professor of English Grace Schulman was chosen to receive the 2016 Poetry Society of America's Frost Medal for Distinguished Achievement in American Poetry; **Lehman College** Distinguished Professor of English Billy Collins, former Poet Laureate of the United States—and New York State—will be honored as the official Poet Laureate of the New York Botanical Garden by the Poetry Society of America on May 24th; and, **Hunter College** Distinguished Professor of English Tom Sleigh had his poem, "Prayer for Recovery" selected for inclusion in *The Best American Poetry 2016*. Congratulations all!
2. **Hostos Community College** placed first in its category in the Center for Digital Education's 2015-16 Digital Community Colleges Survey; and, **Hostos Community College** Associate Professor of Physical Sciences Yoel Rodriguez received a Fulbright Scholar Award to teach in the Slovak Republic. Congratulations!
3. Founded by **Queens College/Graduate Center** Professor of Sociology Andrew A. Beveridge, *Social Explorer*, a leading data visualization and research website, was named the Best Law Website by the 20th Annual Webby Awards. Congratulations!
4. **Baruch College** School of Public Affairs Professor Deborah Balk received a 2016 Andrew Carnegie Fellowship and will apply the award to fund her research on climate related vulnerability in the 21st century. Congratulations!
5. **Hunter College** Professor of Chemistry Lynn Francesconi was elected to chair the American Chemical Society's Division of Nuclear Chemistry; **Hunter College** Professor of Art History Michael Lobel won the Smithsonian American Art Museum's Elderidge Prize for Distinguished Scholarship for his book, *Joan Sloan: Drawing and Illustration*; and, **Hunter College** Playwright-in-Residence Branden Jacobs-Jenkins was a finalist for the 2016 Pulitzer Prize for Drama, for his hit play *Gloria*. Congratulations all!
6. **City College** Professor of Chemistry Teresa Bandosz' pioneering research earned a 2016-2017 Fulbright Senior Scholar Award; and, **City College** Distinguished Professor—and Director of the Institute for Ultrafast Spectroscopy and Lasers—Robert R. Alfano received the Optical Society of America's Michael S. Feld Biophotonics Award. Congratulations all!

C. STUDENT AND ALUMNI HONORS: Chairperson Schmidt called on Trustee Carol A. Robles-Roman, who announced the following:

1. Forty-eight **CUNY** students have won \$5,000 Benjamin A. Gilman Scholarships sponsored by the U.S. Department of State. They are: Catarina Bernardes, Terecea Green, Annie Kong, Lubna Rahmani, Elaine Diaz, Jamel Hicks, Paul James Leung, Arthur Sorensen, Christine Zhou (**MHC**), Nora Hristova, Jonathan Morales, Pamela Ozga, and Ruth Laryea-Walker of **Baruch College**; Jessica Bravo-Martinez, Miriam El, and Rafael Gell of **Borough of Manhattan Community College**; Maria Rosa Castelvete and Pornin Tauthong of **Brooklyn College**; Katherine Burgos, Danielle Davis, Eva Galvez, Mohamed Morshed, Rafiul Prohdan, Johanelli Ramos, Elena Soktoeva, Hannah Mcintyre, Saffia Rahimtoola (**MHC**), Katuska Roumenov, Khristian Brooks, Brianna Madrigal, and Steven Polanco of **City College**; Saada Amadu of the **College of Staten Island**; Natasha Danielian and Genevieve Cen of **Hunter College**; Astou Ba, Hugo Espinoza, Monnero Guervil, and Jashaun Richards of **John Jay College**; Tiani Boapeah of **LaGuardia Community College**; Natorie Beckford, Morgan Elliott, Natasha Finch, Stefanie Nolli Gaspar, Samantha Arroyo, Krystal Garcia Geraldo, Amanda Rogers, and Shanik Vasquez of **Lehman College**; and, Batool Chaudhry of **Queens College**. Congratulations all!
2. Thirteen **CUNY** students will receive a Fulbright Grant to study, conduct research or teach English abroad. They are: Karen Du, Zhong Lin (**CUNY BA Program**), Amanda Nicole Mancini, Leanne Tory Murphy (**MHC**), Lindsay Romano, and Sean Werkheiser of **Hunter College**; Brian Davis, Zoltan Gluck, Pamela Ruiz, and Elaine Sandoval of **The Graduate Center**; and, Yvette Deanne (**MHC**), Linda Mathew, and Shani Small of **Queens College**. Congratulations all!
3. Twelve **CUNY** students won Jeannette K. Watson Fellowships—a three year program that provides summer internships and mentoring. They are: Sarah Dobrowolski of **Baruch College**; Rebecca Baron (**MHC**) and Himansu Pal of **Brooklyn College**; Emily Costa and Jaclyn Williams of **City College**; Robert Gullery (**MHC**) and Nicole Krishtul of **Hunter College**; Cataydra Brown, Alondra Cuevas, and Jonathan Penuela of **John Jay College**; Hilliary Frank of **Lehman College**; and, Christine Ramkarran of **Queens College**. Congratulations all!
4. Ten **CUNY** students received National Science Foundation Graduate Research Fellowships to pursue research-based master's and doctoral degrees. They are: Solomon Mensah and Antonios Mourdoukoutas of **City College**; Emilie Bouda, Stephen Braren, Stephen Formel, Amanda Nicole Mancini, and Angelina Volkova of **Hunter College**; Halley Christopher Aycock-Rizzo and Andrea Michelle De Renzis of **The Graduate Center**; and, Jamel Love of **John Jay College**. Congratulations all!
5. Four **CUNY** students will receive David L. Boren awards for international study. They are: Kwadwo Ennin from **Baruch College**, Daphne Ko and Winnie Shen from **Hunter College**, and Emily Legutko from **John Jay College**. Congratulations all!
6. Three **CUNY** students were awarded Barry M. Goldwater scholarships, which provides up to \$7,500 per year for their educational expenses. They are: Paulina Librizzi and Ellianna Schwab from **Macaulay Honors College at City College**, and Tamar Lichter of **Queens College**. Congratulations all!
7. Three **CUNY** students were selected as New York City Urban Fellows, and will receive a \$30,000 stipend and health insurance. They are: Jacob Levin from **Macaulay Honors College at Brooklyn College**, and, Andrea Hernandez and Thomas Rachko from **Macaulay Honors College at Hunter College**. Congratulations all!
8. Two **CUNY** students won New York Women in Communications Foundation sponsor scholarships, which are generally in the amounts of \$2,500, \$5,000, and \$10,000. They are: Katherine Hernandez

from the **CUNY BA Program at New York City College of Technology**, and Naomi Ducat from **Queens College**. Congratulations all!

9. **Macaulay Honors College at Queens College** student Carlsky Belizaire won a \$47,500 Charles B. Rangel International Affairs Program Graduate Fellowship. Congratulations!
 10. **Hunter College High School** graduate Lin-Manuel Miranda won the 2016 Pulitzer Prize for Drama for the groundbreaking production, *Hamilton*; **Macaulay Honors College at Hunter College** student Daniela Mikhaylov was awarded a Josephine De Karman Fellowship, which provides up to \$14,000 for undergraduates who are enrolled to study in the United States; and, Christian Sebastien Dalencourt and Joy Nuga each won competitive Public Policy and International Affairs Fellowships. Congratulations all!
 11. **City College** B.F.A. music major Jasmin Klinger scored the music for “Almost Paris”—directed by Domenica Cameron-Scorsese—which premiered at the Tribeca Film Festival; and, **Macaulay Honors College at City College** junior Ellianna Schwab received the Chambliss Student Poster Award from the American Astronomy Society for her research on star like objects known as brown dwarfs. Congratulations all!
- D. GRANTS: Chairperson 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 March 21, 2016 Board meeting.

BARUCH COLLEGE

1. \$230,926 **NATIONAL SCIENCE FOUNDATION** to Rebecca Spokony, for “RUI: Genetic Architecture of Juvenile Hormone Sensitivity.”

BROOKLYN COLLEGE

1. \$300,000 **NEW YORK CITY DEPARTMENT OF YOUTH AND COMMUNITY DEVELOPMENT** to Diane Reiser, for “OST SONYC – Additional Public School Site.”
2. \$274,750 **NATIONAL INSTITUTES OF HEALTH** to Gregory Boutis, for “NMR Studies of the Effects of Mode of Birth on Vaginal Elastin.”
3. \$217,110 **NEW YORK UNIVERSITY (NYU) SCHOOL OF MEDICINE** to Christian Grov, for “New York University, City of New York Health Promotion and Prevention.”
4. \$100,316 **ALBERT EINSTEIN COLLEGE OF MEDICINE** to Terry Dowd, for “Structure-Function Relation of Connexin Disease Mutations.”
5. \$100,000 **PFOUND/AGNES VARIS TRUST** to Diane Reiser, for “Brooklyn College Art Lab.”

CITY COLLEGE

1. \$623,476 **NATIONAL INSTITUTES OF HEALTH** to Mark Steinberg, for “Research Support for Biomedical Careers at City College New York.”
2. \$344,666 **NATIONAL INSTITUTES OF HEALTH** to Mitchell Schaffler, for “Osteocyte Integrity and Bone Remodeling.”
3. \$337,218 **NEW YORK STATE DEPARTMENT OF HEALTH** to John Martin, for “SCI Research Infrastructure.”

4. \$315,207 **NATIONAL INSTITUTES OF HEALTH** to Themis Lazaridis, for “Mechanism of Membrane Pore Formation by Antimicrobial Peptides.”
5. \$253,462 **NEW JERSEY DEPARTMENT OF TRANSPORTATION** to Camille Kamga, for “University Transportation Research Center.”
6. \$194,466 **NATIONAL SCIENCE FOUNDATION** to Themis Lazaridis, for “Modeling Protein-Membrane Interactions.”
7. \$180,000 **NEW YORK STATE DEPARTMENT OF TRANSPORTATION** to Camille Kamga, for “University Transportation Research Consortium.”
8. \$177,564 **NATIONAL INSTITUTES OF HEALTH** to Christine Sheffer, for “Reducing Socioeconomic Disparities in Tobacco Dependence Treatment Outcomes.”
9. \$170,000 **NATIONAL SCIENCE FOUNDATION** to David Jeruzalmi, for “The Bacterial Nucleotide Excision Repair Pathway: Structure and Mechanism.”
10. \$149,999 **BATTELLE** to Jeffrey Morris, for “Correlation of Colloidal Interactions and Macroscopic Rheology in Concentrated Electrolyte Solutions.”
11. \$149,972 **CORNING, INC.** to Robert Alfano, for “Optical Information Storage in Chromium Doped Ionic Crystal.”
12. \$133,527 **NEW YORK STATE OFFICE OF SCIENCE, TECHNOLOGY AND ACADEMIC RESEARCH NYSTAR** to Gillian Small, for “Center for Advanced Technology.”
13. \$105,345 **JOHNS HOPKINS UNIVERSITY** to Ruth Stark, for “Biology of Fungal Melanin.”
14. \$104,500 **PRINCETON UNIVERSITY** to Fred Moshary, for “Engineering Research Center (ERC) on Mid-Infrared Technologies for Health and the Environment (MIRTHE).”
15. \$103,106 **MINORITY SERVING INSTITUTIONS SCIENCE, TECHNOLOGY, ENGINEERING AND MATHEMATICS RESEARCH & DEVELOPMENT CONSORTIUM (MSRDC)** to Elizabeth Biddinger, for “Absorbents for Use in Building-Integrated Plant-Based Dynamic Filtration Media for Removing Chemical Warfare Agents.”

HUNTER COLLEGE

1. \$491,587 **NEW YORK CITY DEPARTMENT OF EDUCATION** to Jamie Bleiweiss, for “Professional Development Services in Special Education.”
2. \$414,579 **NEW YORK CITY DEPARTMENT OF EDUCATION** to Elaine Walsh, for “Liberty Partnership Program.”
3. \$267,750 **PHS/NIH/NATIONAL INSTITUTE OF ALLERGY & INFECTIOUS DISEASE** to Weigang Qiu, for “Gene Variability & Population Processes of Lyme Disease Pathogens.”
4. \$212,500 **NEW YORK CITY DEPARTMENT OF HEALTH & MENTAL HYGIENE** to Daniel Herman, for “Assertive Community Treatment in New York City.”

JOHN JAY COLLEGE OF CRIMINAL JUSTICE

1. \$1,607,270 **UNITED STATES DEPARTMENT OF JUSTICE – OFFICE ON VIOLENCE AGAINST WOMEN** to David Kennedy, for “The National Network for Safe Communities: An Approach to Reducing Serious Domestic Violence.”
2. \$599,475 **NATIONAL INSTITUTES OF HEALTH** to Philip Yanos, for “Randomized Controlled Trial Treatment for Internalized Stigma in Schizophrenia.”

3. \$435,735 **ROBIN HOOD FOUNDATION** to Dara Byrne, for “Acceleration, Completion, Engagement (ACE) Program.”
4. \$259,429 **NEW YORK STATE EDUCATION DEPARTMENT** to Anthony Carpi and Edgardo Sanabria-Valentin, for “Collegiate Science and Technology Entry Program (CSTEP).”
5. \$176,089 **UNITED STATES DEPARTMENT OF JUSTICE (DOJ) – FEDERAL BUREAU OF INVESTIGATION (FBI)** to Maria Hartwig and Timothy Luke, for “Validation of the Strategic Use of Evidence Technique: The Impact of Culture and Criminal Experience.”
6. \$125,775 **THE TOW FOUNDATION** to Stephen Handelman, for “Troubled Kids: Changing the Culture of Juvenile Justice.”
7. \$121,586 **COMMUNITY FOUNDATION OF ST. JOSEPH COUNTY** to David Kennedy, for “Reducing Serious Violence in South Bend, Indiana.”
8. \$117,672 **NATIONAL INSTITUTES OF HEALTH** to Jason Rauceo, for “Pathogenic Yeast Stress Signaling Networks.”
9. \$100,000 **THE PINKERTON FOUNDATION** to Ann Jacobs, for “College Initiative Mentoring Program.”

LEHMAN COLLEGE

1. \$317,507 **NEW YORK CITY DEPARTMENT OF SMALL BUSINESS SERVICE** to Milton Santiago, for “RN Transition to Practice.”
2. \$225,000 **NEW YORK STATE EDUCATION DEPARTMENT** to Anne Campos, for “Adult Literacy Education.”
3. \$109,480 **NEW YORK CITY DEPARTMENT OF EDUCATION** to Anne Campos, for “Literacy School Leaders and Teachers.”

NEW YORK CITY COLLEGE OF TECHNOLOGY

1. \$400,000 **NEW YORK STATE EDUCATION DEPARTMENT** to Pamela Brown, for “College Science and Technology Entry Program.”
2. \$381,043 **NYPORG/RESEARCH FOUNDATION/SUNY** to Robert Piechota, for “Small Business Development Center.”
3. \$274,500 **NEW YORK STATE EDUCATION DEPARTMENT** to Bonne August, for “Science and Technology Entry Program.”
4. \$134,999 **NEW YORK STATE EDUCATION DEPARTMENT** to Bonne August, for “Smart Scholars.”

QUEENS COLLEGE

1. \$348,750 **NATIONAL INSTITUTES OF HEALTH** to Jin Fan, for “Uncertainty, Cognitive Control, and the Brain.”
2. \$250,000 **UNITED STATES DEPARTMENT OF EDUCATION** to Peishi Wang, for “Culturally Aligned and Responsive Early Intervention (Project I-CARE).”

COLLEGE OF STATEN ISLAND

1. \$337,218 **NEW YORK STATE DEPARTMENT OF HEALTH** to Zaghoul Ahmed and Maria Knikou, for "Effects of Spinal Cord Stimulation."
2. \$223,500 **NEW YORK STATE DEPARTMENT OF EDUCATION** to Gary Reichard and Debra Evans-Greene, for "CSTEP."
3. \$183,100 **NATIONAL INSTITUTES OF HEALTH** to Zaghoul Ahmed, for "Spinal Sciatic Direct Current Stimulation Normalizes Muscle Tone in Spinal Cord Injured Animals with Spasticity."
4. \$120,000 **NEW YORK STATE OFFICE FOR PEOPLE WITH DEVELOPMENTAL DISABILITIES** to Robert Freedland, for "Improvement of Pre-Post Doctoral Education."

YORK COLLEGE

1. \$514,224 **NATIONAL INSTITUTES OF HEALTH/NATIONAL INSTITUTE OF GENERAL MEDICINE** to Ivica Arsov, for "Proposal Focuses on the Role of Autophagic Protein Beclin 1 in Dendritic Cell Development, Activation and Antigen Presentation of Tumor Antigens Responsible for Eliciting Anti-Tumor T Cell Responses."
2. \$462,126 **NATIONAL INSTITUTES OF HEALTH/NATIONAL INSTITUTE OF GENERAL MEDICINE** to Lesley Emtage, for "Research Seeks to Better Understand the Molecular Mechanisms by which some Cells are able to Detoxify Huntingtin Protein, to Identify Possible Molecular Targets of Therapeutic Approaches."

E. ORAL REPORT OF THE CHANCELLOR: Chancellor **James B. Milliken** presented the following report:

Since the last Board meeting, the state adopted a budget, and while it does not address all of **CUNY's** needs, it includes some important investments for the University, and it demonstrated the strong support that **CUNY** enjoys. The University is grateful for the support of Governor Cuomo and the legislature. One item that was not in the final budget is the most important issue facing **CUNY**: the labor contracts. As this Board has indicated, this is the University's highest priority, and **CUNY** is working with union leadership and the state and city to resolve this matter.

Also, in the coming months, the chancellor will be bringing some important plans to address a number of priorities, including what is a critically important national agenda and an important **CUNY** goal: increasing educational attainment. There are two essential elements to accomplishing that: providing broad, affordable access and ensuring that students succeed. The University has done a terrific job of expanding access, and its record enrollments clearly attest to that. What needs to be at the top of **CUNY's** list now—and certainly among the highest of my priorities—is student success. That is, significantly increasing retention and graduation rates at both community and senior colleges. Fortunately, as the Board saw from the PBS excerpt, the University has some of the best models in the country for achieving this. ASAP, for example, is nationally recognized as a successful model for increasing graduation rates in community colleges, and there are others. These strategies will require investment which will be well worth it when more and more of **CUNY's** students are getting their degrees and receiving the benefits that accompany that important accomplishment.

The outlines of **CUNY's** plans in this area and others will be spelled out in two documents, which are underway now: the University's Master Plan, which the state requires to be filed every four years; and the University's Strategic Framework, a blueprint for where **CUNY** is envisioned to go and how to get there. These will both be completed in the coming months and, of course, they will be shared with the Board.

This is an exciting time for **CUNY**, as its special mission is more relevant than ever and is increasingly recognized across the country as a leader in education innovation. That mission is a call to action on behalf of the more than 500,000 students who rely on **CUNY** as a pathway to prosperity, enriching their lives and careers.

The University's leadership at the colleges is key to the success of that mission and **CUNY** is fortunate to have such a strong group of presidents. Furthermore, the University is fortunate to be in a position to continue to attract talented new leadership. As you know, **CUNY** is saying goodbye to a talented quartet this academic year, and honors their accomplishments. They will be missed. The University will also be welcoming new leaders to step up at **Brooklyn College, Lehman College, CUNY School of Law, and Macaulay Honors College**. I want to take this moment to thank the Trustees and others who have participated in the searches for new leadership. They have done great work!

CUNY is also fortunate to have strong leadership in the chancellery, and it gives me great pleasure to recognize one of my colleagues today. On March 8th, **Vice Chancellor Gloriana Waters** was recognized by Touro College and given its *Women of Valor* award, which recognizes women who have made significant contribution to society. It is a great distinction, and it was previously given to Supreme Court Justice Ruth Bader Ginsberg. In addition, in an honor particularly meaningful at **CUNY**, the National Association of Diversity Officers in Higher Education gave **Vice Chancellor Waters** its *Frank W. Hale Distinguished Service Award*. No university system is more diverse or benefits as much from its wonderfully diverse faculty, staff, and student body than **CUNY**, and **Vice Chancellor Waters** plays a significant role in the positive history of success. Congratulations to you for these honors.

Finally, I want to add my thanks to **UFS Chair and Trustee Martell** for his service to **UFS, Baruch College**, and to the Board, seconding everything said by **Chairperson Schmidt**. I have benefited tremendously from his leadership over the past two years, and I owe him a large debt.

Upon motions duly made, seconded and carried, the following resolutions were adopted: (Calendar Nos. 1 through 8)

NO. 1. CHANCELLOR'S UNIVERSITY REPORT: RESOLVED, That the Chancellor's University Report for May 2, 2016 (including Addendum and Errata Items) be approved:

NO. 2. APPROVAL OF MINUTES: RESOLVED, That the minutes of the regular Board meeting of March 21, 2016 be approved.

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

A. THE CITY UNIVERSITY OF NEW YORK - ARMORED VEHICLE SERVICES:

RESOLVED, That the Board of Trustees of The City University of New York authorize the General Counsel to execute a contract on behalf of the Office of the University Controller with a vendor who will provide as needed armored vehicle services for the entire University. The contract will be awarded to the lowest responsive and responsible bidder after public advertisement and sealed bidding by the Office of the University Controller pursuant to law and University Regulations. Such purchase shall not exceed an estimated annual cost of \$120,000 chargeable to appropriate funding sources during the applicable fiscal year. The contract term shall be five years. The contract shall be subject to approval as to form by the Office of General Counsel.

EXPLANATION: The services are essential for the day-to-day operations of the University in order to transport checks, money orders and cash from various University locations to banking institutions.

B. THE CITY UNIVERSITY OF NEW YORK - BOOK BINDING SERVICES:

RESOLVED, That the Board of Trustees of The City University of New York authorize the General Counsel to execute a contract on behalf of the Office of the University Controller with a vendor who will provide as needed bookbinding services for the Central Office and all of the Colleges. The contract will be awarded to the lowest responsive and responsible bidder after public advertisement and sealed bidding by the Office of the University Controller pursuant to law and University Regulations. Such purchase shall not exceed an estimated annual cost of \$160,625 chargeable to appropriate funding sources during the applicable fiscal year. The contract term shall be five years. The contract shall be subject to approval as to form by the Office of General Counsel.

EXPLANATION: The services are essential for the day-to-day operations of the Central Office and the College library departments. The selected vendor will provide bookbinding services, supplies and pick-up and delivery services.

C. THE CITY UNIVERSITY OF NEW YORK - PREDICTIVE ANALYTIC SOFTWARE SYSTEM TO SUPPORT ACADEMIC ADVISEMENT:

RESOLVED, That the Board of Trustees of The City University of New York authorize the General Counsel to execute a contract on behalf of the Office of the University Controller with a vendor who will provide a predictive analytic software system and related consulting services to CUNY's senior colleges. The contract shall be awarded to the vendor under State University of New York Contract No. C005092. The contract term shall be five years. CUNY's purchase of software and services under the contract shall not exceed an estimated annual cost of \$1,000,000, chargeable to appropriate funding sources during the applicable fiscal year or years. The contract shall be subject to approval as to form by the Office of General Counsel.

EXPLANATION: This predictive analytic software system and the affiliated services will support academic advisement and data-based decision making at CUNY senior colleges to better facilitate students' timely progress toward degree completion. The system will provide a predictive model with an analytics engine that will identify barriers to completion.

Chairperson Schmidt stated that he would like to commend **Executive Vice Chancellor and University Provost (EVC&UP) Vita Rabinowitz** for the quality of her answers to the questions that were raised by members of the **Committee on Fiscal Affairs (CFA)** at its last meeting.

In response to a question from **Trustee Freida Foster**, **EVC&UP Rabinowitz** stated that while it is true that EAB will extract data from **CUNYfirst** and DegreeWorks, the data is accurate. The issue that some users have had with **CUNYfirst** has more to do with convenience than with the quality and accuracy of the data. This new system will be able to use the data that it extracts from **CUNYfirst** and DegreeWorks to better advise and guide students.

Chairperson Schmidt stated that this initiative is going to be an important contributor to improve student success, and this software system is already in use on a number of other campuses, and proven to improve student success.

Trustee Valerie Beal stated that after having an in-depth conversation with **EVC&UP Rabinowitz** in regards to her strong reservations to this initiative, it has been demonstrated that the contractor of this system will also be providing on-campus training due to the fact that a lot of the problem is that people do not know how to use these instruments. She added that **EVC&UP Rabinowitz'** wonderful explanation, and the fact that there will be accountability going forward has enabled her to change her vote from no at the Committee level to support at this Board meeting.

Trustee Barry Schwartz noted that the article that appeared yesterday in the *New York Times* is entitled, "What Can Stop Kids from Dropping Out," authored by David Kirp.

Trustees Freida D. Foster and Carol A. Robles-Roman ABSTAINED.

D. THE CITY UNIVERSITY OF NEW YORK - INVESTMENT PORTFOLIO EXPENDITURE APPROPRIATION:

RESOLVED, That the Board of Trustees has determined, in accordance with CUNY's Spending Policy (which is Exhibit B to the Investment Policy), that it is prudent and appropriate to maintain an appropriation of 4.5% for the funds in the Portfolio for the fiscal year ended June 30, 2017.

NOTE: A copy of the Investment Policy is on file in the Office of the Secretary of the Board, along with the disposition of summaries of the meetings of the Fiscal Affairs Committee and the Subcommittee on Investment on April 4, 2016.

EXPLANATION: The CUNY Portfolio is a pooled investment vehicle for multiple individual accounts that include both endowed and non-endowed funds received by CUNY for its general purposes, funds received by CUNY for the benefit of a specific CUNY College and funds belonging to one or more of the College Foundations that have chosen to invest in the Portfolio. CUNY's policies and procedures with respect to spending from the Portfolio shall comply with the New York Prudent Management of Institutional Funds Act [NYPMIFA]. Decisions with respect to spending from CUNY Funds in the Portfolio shall be made by CUNY's Board of Trustees on recommendation from the CUNY Subcommittee on Investments (the "Subcommittee"). Decisions with respect to spending from College Foundations invested in the Portfolio must be made by the respective foundation boards, though each is asked to consider, to the extent possible and prudent, the spending rate of the Portfolio in order to preserve the long-term value of the funds in the Portfolio.

In making any recommendation or decision to appropriate funds, the Subcommittee and Board must act in good faith with the care that an ordinarily prudent person in a like position would exercise under similar circumstances. Also, to ensure compliance with NYPMIFA, CUNY Funds in the Portfolio are categorized into groups of similarly situated funds according to purpose. The Subcommittee reviews the categories and the composition of each group to ensure the Funds are properly classified. It then deliberates on the prudence of the spending rate for each of the categories based upon the eight prudence factors mandated by NYPMIFA, and listed in Exhibit B Subsection 1A of this Policy, prior to making its recommendation to the Board for the next fiscal year. The Subcommittee on Investment and the Fiscal Affairs Committee have both reviewed and approved the proposed expenditure appropriation.

Trustee Schwartz stated that he would like to thank **UFS Chair and Trustee Martell** for his service on **CFA**, for being sharp and always asking the important questions, and most of all, for his abiding good judgment. The Committee will miss that!

Report of Fiscal Affairs Committee Chair Barry Schwartz:

The **Committee on Fiscal Affairs (CFA)** and the **Subcommittee on Investment (SCI)** met in a joint session on April 4, 2016. After approval of the **CFA** minutes of February 1, 2016, the Committee addressed the policy items on the agenda. With no more items for the Committee, the meeting was adjourned and **SCI** was convened and proceeded to approve the minutes of the February 1, 2016 meeting. Following the approval of the minutes, the Subcommittee went into Executive Session. Upon returning to Public Session, a deliberation took place on the annual spending rate of the investment pool, as required by the New York Prudent Management of Institutional Funds Act (NYPMIFA) regulations. The Subcommittee then proceeded to approve **CUNY's** Portfolio Spending Policy.

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

A. COLLEGE OF STATEN ISLAND - M.E. IN ELECTRICAL ENGINEERING:

RESOLVED, That the program in Electrical Engineering offered at the College of Staten Island and leading to the Master of Engineering, be approved, effective May 2, 2016, subject to financial ability.

EXPLANATION: The Master of Engineering in Electrical Engineering is designed as a professional degree, providing advanced skills and expertise necessary for career success in industries such as telecommunications, smart infrastructure and information technology. While this is a professional program, it has been designed to transfer seamlessly into traditional Ph.D. programs, particularly the one at City College.

B. BOROUGH OF MANHATTAN COMMUNITY COLLEGE - A.A. IN PSYCHOLOGY:

RESOLVED, That the program in Psychology offered at Borough of Manhattan Community College and leading to the Associate of Arts, be approved, effective May 2, 2016, subject to financial ability.

EXPLANATION: BMCC is making a strategic effort to create liberal arts majors in specific disciplines by packaging existing courses into degree programs designed to transfer to senior colleges. Psychology is the latest such program and an articulation agreement has already been signed with John Jay College and others are being developed. The college believes that this approach will improve retention and graduation rates.

C. BOROUGH OF MANHATTAN COMMUNITY COLLEGE - A.S. IN SCIENCE FOR HEALTH PROFESSIONS:

RESOLVED, That the program in Science for Health Professions offered at Borough of Manhattan Community College and leading to the Associate of Science, be approved, effective May 2, 2016, subject to financial ability.

EXPLANATION: This transfer program is composed of an interdisciplinary array of science courses that will provide students with the foundation needed for a wide range of health science bachelor's degrees throughout CUNY. Articulation agreements to three programs at Lehman College have been signed and others throughout the system will be sought.

D. QUEENSBOROUGH COMMUNITY COLLEGE - A.S. IN PUBLIC HEALTH:

RESOLVED, That the program in Public Health offered at Queensborough Community College and leading to the Associate of Science, be approved, effective May 2, 2016, subject to financial ability.

EXPLANATION: This interdisciplinary program will introduce students to the field of public health through course in science, health and health policy. It has been designed to transfer seamlessly to the Hunter College bachelor's in Public Health and other articulations are under review.

E. MEDGAR EVERS COLLEGE - B.F.A. IN PERFORMING ARTS:

RESOLVED, That the program in Performing Arts offered at Medgar Evers College and leading to the Bachelor of Fine Arts, and the request to seek a Master Plan Amendment for the College be approved, effective May 2, 2016, subject to financial ability.

EXPLANATION: Media and the Arts are now interwoven with technology. This program, which includes courses in a wide array of the arts as well as in digital design and technology will advance the College's

mission to provide high quality professionally oriented degree programs within a liberal arts context. A Master Plan Amendment is required as this is the first program at Medgar Evers within this field of study and the College's first BFA.

F. BROOKLYN COLLEGE - THE CUNY HAITIAN STUDIES INSTITUTE:

RESOLVED, That The CUNY Haitian Studies Institute be established at Brooklyn College effective May 2, 2016, subject to financial ability.

EXPLANATION: Brooklyn is home to the largest concentration of people of Haitian descent in New York State. The Institute hopes to become a leading international research institute in Haitian Studies, supporting scholars and scholarship concerned with the discipline and to connect research through community outreach that policies that affect the lives of Haitian-Americans and Haiti.

Vice Chairperson Philip Berry stated that he would like to acknowledge the presence of Councilmember Mathieu Eugene who is in the audience. He added that there are a number of individuals in the community—students, faculty, and members of the chancellery—who have been organizing themselves and structuring this program over the years because of the importance of the Haitian community, and also the need for **CUNY** to continue to have scholarly research, information, provide data, and also papers that enable the University to understand exactly how to move forward. He also stated that he would like to note the leadership of **President Karen Gould** in bringing this forward, and in recognizing a key global constituency in Brooklyn. This is the first type of program of its kind in the country at **CUNY**, and it is wonderful.

Trustee Una Clarke stated that this Institute will be an example for the country, as well as for the Caribbean-American community of **CUNY**.

G. THE CUNY GRADUATE SCHOOL OF PUBLIC HEALTH AND HEALTH POLICY - CUNY INSTITUTE FOR IMPLEMENTATION SCIENCE RESEARCH IN POPULATION HEALTH:

RESOLVED, That The CUNY Institute for Implementation Science Research in Population Health be established at The CUNY Graduate School of Public Health and Health Policy of the CUNY Graduate School and University Center effective May 2, 2016, subject to financial ability.

EXPLANATION: This institute will conduct large-scale multidisciplinary research studies on population health and on intervention implementation in real world settings.

H. THE CUNY GRADUATE SCHOOL OF PUBLIC HEALTH AND HEALTH POLICY - CUNY URBAN FOOD POLICY INSTITUTE:

RESOLVED, That The CUNY Urban Food Policy Institute be established at The CUNY Graduate School of Public Health and Health Policy of the CUNY Graduate School and University Center effective May 2, 2016, subject to financial ability.

EXPLANATION: The CUNY Urban Food Policy Institute will contribute research-based evidence and policy guidance that can help to solve the food problems confronting NYC and other urban areas. This cross-campus Institute will apply the expertise of CUNY faculty to develop research, education and action that can reduce food insecurity, hunger and diet-related diseases in a rapidly urbanizing world.

I. QUEENSBOROUGH COMMUNITY COLLEGE - CLOSING OF THE ACADEMIC LITERACY DEPARTMENT:

RESOLVED, That the Academic Literacy Department of Queensborough Community College be closed effective May 2, 2016, subject to financial ability.

EXPLANATION: As Queensborough Community College moves determinedly to strengthen a number of key academic areas, among them English and developmental education in reading and writing, this proposed reorganization is intended to leverage faculty strengths by reorganizing them into one academic department to provide the necessary structure that will promote faculty collaboration and enhance instruction. The proposed changes will not disrupt nor impede student progress. The English Department will provide the necessary organizational structure that will better support the College's mission, though the structure of the department will reflect two disciplines, "English" and "Academic Literacy" until the department determines that the two disciplines are sufficiently integrated. Further, it is anticipated that the proposed changes will improve curricular development in developmental reading and writing education and English and increase educational opportunities for students as well as enhance faculty scholarship, research, and development.

A separate resolution has been submitted to the Board of Trustees via the Chancellor's University Report regarding the transfer and appointment of personnel to the English Department. Contingent upon the approval of the Board of Trustees, designated faculty members (16) will be transferred from the Department of Academic Literacy to the English Department.

J. THE CUNY GRADUATE SCHOOL OF PUBLIC HEALTH AND HEALTH POLICY - CREATION OF FOUR ACADEMIC DEPARTMENTS:

RESOLVED, That the Department of Community Health and Social Sciences; Department of Environmental, Occupational and Geospatial Health Sciences; Department of Epidemiology and Biostatistics and the Department of Health Policy and Management be established in the CUNY Graduate School of Public Health and Health Policy, a division of the Graduate School and University Center effective May 2, 2016 subject to financial ability.

EXPLANATION: By resolution by the Board of Trustees at its November 23, 2015 meeting, the CUNY School of Public Health is transitioning from a previous consortial model, including five CUNY administrative units, to a unified graduate school named the CUNY Graduate School of Public Health and Health Policy (GSPHHP), under the auspices of the Graduate School and University Center. In line with this reorganization and in order to fulfill its academic and scholarly mission, the School is now seeking to create four academic departments. Changes to the School's governance plan, reflecting the creation of these four departments were approved by the GSPHHP Faculty-Student Council on January 29, 2016, by the Committee on Faculty, Staff and Administration on February 1, 2016. The assignment of each faculty member to the appropriate department has been submitted to the Chancellor's University Report for approval and is attached for informational purposes.

K. THE CITY UNIVERSITY OF NEW YORK - PLAN FOR EXPERIENTIAL OR APPLIED LEARNING ACTIVITIES:

RESOLVED, That the University's plan to make available to students enrolled in an academic program, beginning in the 2016-17 academic year, approved experiential or applied learning activities, as required by State law, be approved effective May 2, 2016 subject to financial ability.

EXPLANATION: The plan, to be submitted to the State by June 1, 2016, was developed by a Task Force appointed by Chancellor Milliken, in consultation with the University Faculty Senate, the University Student Senate and other stakeholders. The 2015-16 adopted New York State Budget required the adoption of such plan by the University. In response, the Board resolved that the University develop such plan, and the Chancellor charged a Task Force with this responsibility. Such plan, subject to Board approval, defines approved experiential or applied learning activities, explores potential methods of enhancing faculty oversight and assessment, identifies potential methods for expanding student engagement, considers ways of expanding partnerships with business, corporate, non-profit or other entities hosting students, puts forth steps developing a data collection system to track such activities, and addresses the question of feasibility for making such activities a degree requirement.

As the University undertakes the action steps outlined in the plan, in consultation with all CUNY constituencies the Chancellor will promulgate guidelines and procedures to advance college-level work related to the analysis and expansion of experiential learning activities.

As the Chancellor expressed to the Board in May 2015, the opportunity for experiential learning for CUNY students is a great advantage, and that all things being equal, it is one that the University would like to provide.

With the Board's support, the University looks forward to submitting this plan to the State and moving forward with the outlined efforts.

- L. HONORARY DEGREES:** RESOLVED, That the following honorary degrees, approved by the appropriate faculty body, the college president and recommended by the Chancellor, be presented at the commencement exercise as specified:

COLLEGE

DEGREE

JOHN JAY COLLEGE

Eve Ensler	Doctor of Letters
Kimberlé Williams Crenshaw	Doctor of Civil Law

(To be conferred at the commencement ceremony on June 1, 2016)

LEHMAN COLLEGE

David González	Doctor of Humane Letters
Sonia Manzano	Doctor of Humane Letters
Mark Messier	Doctor of Humane Letters

(To be conferred at the commencement ceremony on June 2, 2016)

QUEENS COLLEGE

Darren Walker	Doctor of Humane Letters
Ira Katznelson	Doctor of Humane Letters
Misty Copeland	Doctor of Humane Letters

(To be conferred at the commencement ceremony on June 2, 2016)

CUNY SCHOOL OF LAW

Jonathan Lippman	Doctor of Law
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(To be conferred at the commencement ceremony on May 13, 2016)

BROOKLYN COLLEGE

Deborah Poritz '58	Doctor of Arts and Letters
Howard Brandston '58	Doctor of Fine Arts

(To be conferred at the commencement ceremony on June 2, 2016)

COLLEGE OF STATEN ISLAND

Khalid Iqbal	Doctor of Science
John Douglas Thompson	Doctor of Humane Letters

(To be conferred at the commencement ceremony on June 2, 2016)

3. For Bylaw purposes, the position of Vice Provost for Student Affairs will carry with it the responsibilities of Dean of Students.

4. For purposes of the Bylaws and the rights and responsibilities granted therein, Lecturers and Instructors who have received notice of reappointment on an annual salary basis for a third or later year of continuous full-time service, and all individuals in professorial titles, shall have Faculty rank.

PREAMBLE

The Governance of The City College is the concern of all its members. All its constituencies – students, faculty, and administration – contribute to the maintenance and development of The College; each of the constituencies has its particular area of concern.

Because each constituency has the right to govern itself in areas that are its exclusive concern and responsibility, this document sets forth the powers and organization of the various bodies within The College and guarantees their autonomy on matters exclusively within their jurisdiction. But because the constituencies are interrelated, and because all must participate in the well-being of The College as a whole, this Governance document also provides for communication between constituencies and advisory roles and joint participation on matters of mutual or general concern.

ARTICLE I The Faculty Senate

There shall be a Faculty Senate of The City College in addition to the several Faculties and the Faculty Council of the College of Liberal Arts and Science.

1. Membership

The Faculty Senate shall be composed of Senators with vote, and the following ex officio members without vote: the President, the Vice President, the Vice Provost, the Registrar, the Director of Admissions and Records, the Chief Librarian, the Ombudsman, all full Deans, five members of the Executive Committee of the Senate and two members of the Executive Committee of the Graduate Student Organization. Senators shall be persons holding Faculty rank, and elected by each department. Senators shall be elected in the Spring, for three year terms. The number of Senators shall annually be determined in accordance with this formula: Departments having ten or fewer full-time persons of Faculty rank, including the Chairman: one Senator; Departments having eleven to twenty-five such persons: two Senators; Departments having twenty-six to fifty such persons: three Senators; and Departments having fifty-one or more such persons: four Senators. For these purposes, any Program, Center, or Institute, or College-wide Departments such as Department of Student Personnel Services or Library, which has ten or more full-time persons of Faculty rank assigned to it, shall be considered a School. Full-time members of Faculty rank who are members of Programs, Centers, or Institutes who are themselves not represented by any of the above provisions shall collectively elect a Senator or Senators consonant with the formula above, as though they were a School (to a maximum of four representatives). Vacancies in unexpired terms shall be filled from the appropriate constituency, in a manner to be determined by the Senate. The Senate may, by its own action, increase the ex officio membership at any time.

2. Organization

The Faculty Senate shall elect an Executive Committee from among its elected membership. The number of members of the Executive Committee shall be determined by the Bylaws of the Senate, except that the number of members may not be changed during the annual term of office for which a particular Executive Committee is elected. The Executive Committee shall elect, from among its members, its Chairman, and it shall also elect a Secretary, who will have the duties customarily exercised by such officers.

The Executive Committee shall be empowered to act for the Senate, when the Senate is not in session, on all matters under that body's jurisdiction. It shall report such actions to the Senate. It shall act as a Committee on Committees.

The Chairman of the Executive Committee of the Senate shall preside over meetings of the Senate, or, in his absence, a member of the Senate designated by the Chairman. He shall be the Chairman of the Executive Council.

He shall be an ex officio member, without vote, on all standing committees, except the Executive Committee, of the Senate.

The Faculty Senate shall establish such standing and ad hoc committees as it determines. Each committee shall elect its own Chairman and such other officers as may be appropriate.

Included among the Senate's standing committees shall be ones with the following functions:

- a. a committee on administration which examines the conduct of administrative affairs, confers with appropriate officers of administration, and makes regular reports to the Senate. Its members shall minimally be the Chairmen of those standing committees of the Senate concerned with administrative functions at The College, as determined by the Senate Bylaws.
- b. a committee on financial planning which participates in the creation of the tentative budget by the President for the Chancellor, and participates in the formulation of the long-range economic policies of The College. It shall participate in the planning for the allocation of the actual budget when it is received. The Vice President for Administrative Affairs shall be a member, ex officio without vote.
- c. a committee on educational policy which shall consider and make recommendations to the Faculty on questions of educational policy which are not wholly within the purview of the Faculties or Faculty Councils of the various Schools.

Such questions shall include the creation and approval of new Schools or new Programs, Institutes or Centers involving more than one School. Reports and recommendations emanating from this Committee shall be brought before the Faculty Senate, and, as approved or modified by the Senate, referred to the Provost for appropriate action. The Committee shall be composed of a faculty representative elected from among each of the Curriculum Committees of the various Schools, 5 elected representatives of the Faculty Senate, and the Provost ex officio.
- d. a committee on extension and urban services which keeps under continuous review the performance of the entire College in the light of obligations and opportunities appropriate to an academic institution in an urban setting.

- e. a committee on student discipline: the Senate shall annually select three Faculty members to represent it on the Joint Committee on Student Discipline.

When a vacancy occurs in the Presidency of The College, the Faculty Senate shall select the Faculty members of an ad hoc committee to advise with the Board of Trustees in filling the vacancy. When a vacancy occurs in a College-wide position such as: the Vice Presidents; the Vice Provosts; Dean of the School of General Studies; and Librarian; the Faculty Senate shall select the Faculty members of an ad hoc committee to advise with the President in filling the vacancy.

3. Powers

Through its Executive and standing committees, the Faculty Senate shall have the power to request and receive information (when not inconsistent with Bylaws of the Board of Trustees, contractual agreements and regulations of The College) appropriate to or necessary to the performance of its duties, from students and student organizations, Faculty members and Departments, Schools and Divisions, officers of administration, and such other sources as may be appropriate. It may address communications to the Board of Trustees, which, on being submitted to the President of The College, shall be forwarded to the Board of Trustees without delay by the President, together with his comments thereon. The Faculty Senate shall, in addition to, the powers and duties implied in the creating of the standing committees listed above, be the authentic voice of the Faculty of The City College of The City University of New York in all matters which may appropriately be brought before it, including:

- a. the academic status, role, rights, obligations and freedoms of the Faculty;
- b. student activities (as described in Article II) - upon the achievement of a 30% vote in an election for the Student Senates, student activities shall devolve upon the respective Senates.
- c. all College-wide matters;
- d. the allocation of resources for educational objectives, for research and scholarly activities, and for the development and maintenance of the physical plant of The College;
- e. the establishment and location of new units of The College and the appointment of principal administrative officers thereof;
- f. the appointment and retention of the principal administrative officers at the College level;
- g. the Faculty responsibilities (i.e., admissions policy, retention standards, credits, curriculum and degree requirements, the granting of degrees, and personnel matters) for inter-school or College-wide Programs. Institutes and Centers, which are not wholly within the purview of the Curriculum Committees or Faculties of the various Schools;
- h. the relations between The College and local community, or between the College and Governmental units or agencies; and
- i. the general public relations of The College.

The Faculty Senate shall not assume the prerogatives and powers appropriate to the several Faculties of the constituent Schools and of the College of Liberal Arts and Science. Decisions within each School as to matters of curriculum and instruction are reserved to the constituent Faculties, and decisions as to the academic standing and

progress of students and the conferring of degrees rest with these several Faculties, subject only to the Board of Trustees. The Faculty Senate may pass on such matters in review before its appropriate committees or in plenary session; but it may not infringe upon the powers explicitly reserved to the several academic Faculties. In this regard, questions of jurisdiction shall be resolved by the President on recommendation of the Provost.

4. Meetings

The Faculty Senate shall meet regularly at least twice each semester. Special meetings shall be called by the Chairman of the Executive Committee, by the President, or on the written request of any ten Senators.

5. Bylaws

The Faculty Senate shall adopt its own Bylaws, consistent with this Governance document.

ARTICLE II The Undergraduate Senate

There shall be an Undergraduate Senate representing the interests of all undergraduate students.

1. Membership

The Undergraduate Senate shall be composed of thirty undergraduate Senators, elected for annual terms, during the month of April. They shall take office following Commencement Day. All registered students, who are matriculated, shall be eligible to vote. The several Schools and the Divisions of the College of Liberals Arts and Science, the SEEK Department (freshman and sophomore SEEK students represent the electorate; all other SEEK students will vote in their respective School), shall be represented in proportion to the full-time and part-time enrollment in the electorate. There shall also be the following members, ex officio without vote: The Vice President for Student Affairs, the Chairman of the Senate Committee on Student Affairs, and a member of the Faculty appointed by the Executive Committee of the Faculty Senate.

2. Organization

The officers of the Undergraduate Senate shall be elected as part of the general election for the Senate. A student may serve no more than two terms in the same executive office. These officers, consisting of a President, Executive Vice President, Campus Affairs Vice President, Evening Affairs Vice President, Community Affairs Vice President, University Affairs Vice President, and Treasurer, shall be in addition to the thirty Senators indicated above. The respective officers shall chair the appropriate standing committees. When a vacancy occurs in Undergraduate Senate or in its Executive Board, the Senators shall move to fill vacancies within thirty (30) school days from the appropriate constituency.

The Undergraduate Senate may create such standing and ad hoc committees as it determines. Among the standing committees shall be:

- a. an executive committee composed of the officers of the Senate and a representative, ex officio without vote, selected by and from the matriculated students at CWE;

- b. a committee on finances which shall, at the beginning of each semester, recommend to the Undergraduate Senate, the allocation of monies from the Student Activities Fee, and shall keep the budgetary concerns of student activities under continuous review, making appropriate recommendations to the Undergraduate Senate. Membership shall minimally include the Vice President for Finance and Management or his/her designee, ex officio, without vote;
- c. a committee on educational affairs which shall keep under continuous review all matters having to do with curriculum and instruction, and make recommendations to the Undergraduate Senate. Membership shall minimally include the Provost or his/her designee, ex officio, without vote;
- d. a committee on campus affairs which shall keep under continuous review all matters having to do with out-of-class activities and facilities (except intercollegiate and intramural sports) and make recommendations to the Undergraduate Senate. Membership shall minimally include the Vice President for Student Affairs or his/her designee, ex officio, without vote;
- e. a committee on community affairs which shall keep under continuous review the performance of the entire College in the light of obligation and opportunities appropriate to an academic institution in an urban setting and make recommendations to the Undergraduate Senate. Membership shall minimally include a representative from the Office of External Relations or his/her designee, ex officio, without vote;
- f. a committee on university affairs which shall keep under continuous review University policy and procedures as they relate to the interests of The City College and make recommendations to the Undergraduate Senate. Membership shall minimally include a representative from among those elected to the University Faculty Senate.
- g. a committee on evening affairs - which shall keep under continuous review all matters having to do with out of class activities services, and facilities offered to students attending classes the evening and make recommendations to the Undergraduate Senate. Membership shall minimally include the Vice President for Student Affairs or his/her designee, ex officio, without vote.

When a vacancy occurs in the Presidency of The College, the Undergraduate Senate shall nominate the undergraduate student members of an ad hoc committee to advise with the Board of Trustees in filling the vacancy. When a vacancy occurs in a College-wide office such as: Vice Presidents; the Deputy Provost; and Librarian; the Undergraduate Senate shall select the undergraduate student government representative(s) to serve on the search committee to advise with the President in filling the vacancy.

In addition to the above, the Undergraduate Senate may elect committees from its membership corresponding to standing committees of the Faculty Senate and to standing committees of the several Faculties. These standing committees of the Undergraduate Senate shall have such powers as are mutually agreed upon by concurrent actions of the respective bodies.

3. Power

The Undergraduate Senate shall, subject to such rules and guides as may be established by the Board of Trustees and Faculty Senate, have jurisdiction over extracurricular activities, including the setting of general policy governing student activities (e.g., chartering regulations, publicity regulations, etc.). The Vice President of Student Affairs

shall administer the policies set by the Undergraduate Senate for extracurricular activities.

Through its Executive Committee and standing committees, the Undergraduate Senate shall have power to request and receive information (not inconsistent with bylaws of the Board of Trustees, contractual agreements and regulations of The College) appropriate or necessary to the performance of its duties, from students, student organization, Faculty members, Departments Schools and Divisions, and officers of administration. It may address communications to the Board of Trustees which, on being submitted to the President, together with his comments thereon. The Undergraduate Senate shall, in addition to the powers and duties implied in the creating of the standing committees listed above, be the authentic voice of the undergraduate students of The City College of The City University of New York in all matters that may appropriately be brought before it.

In any matter within its jurisdiction to which the Undergraduate Senate addresses itself, if a petition is signed by five percent of the total undergraduate student body requesting a general referendum, that referendum shall be held and its results shall be binding upon the Undergraduate Senate.

4. Bylaws

The Undergraduate Senate shall adopt its own Bylaws, not inconsistent with this Governance document.

ARTICLE III The Graduate Student Council

There shall be a Graduate Student Council representative of all candidates for advanced degrees in all the Schools and the Divisions at City College of New York.

1. Name

The name of this organization shall be the Graduate Student Council of The City College of New York.

2. Purpose

It will be the primary responsibility of this Organization to create a cohesive community between the graduate programs at the City College and to support the distinct professionally oriented interests of graduate students through the organization of community events and programs that address those interests.

This organization shall represent the interests of all graduate students of The City College of New York, and shall, where appropriate:

a. open reciprocal channels of communication where fruitful throughout the academic community;

b. secure meaningful participation in decision-making bodies within the academic community;

c. organize and hold colloquia centering around issues meaningful to its members, and engage in all other activities necessary to represent graduate students.

3. Membership

All graduate students registered at The City College of New York of The City University of New York (including Ph.D. candidates resident on this campus) shall be eligible for membership within the Graduate Student Council of The City College of New York.

4. Graduate Student Council – Structure

The Graduate Student Council shall be elected from among those students who are registered at the City College. The Graduate Student Council shall be elected from among those graduate students who are registered at The City College. Those representatives serving on the Graduate Council shall be called Councilors. The Vice President for Student Affairs or his or her designee will also be an ex officio member without vote of the Graduate Student Council.

Elections shall take place during the month of April each academic year. Tenure of office shall be one year, and vacancies occurring during the academic year shall be filled by appointment of the remaining Councilors from the School in which the vacancy occurs or from the current active members of the Graduate Student Council.

Each School and Division will be allotted three seats in the Council and shall elect its own representatives to the Graduate Student Council. However, if when the Council convenes its first meeting, there are not enough members to fill the seven officer positions, each School and Division is granted the opportunity to nominate additional members in order to fill the seven officer positions.

Based upon registration in the fall semester of the academic year, and including resident Ph.D. candidates, each academic year, no later than the second week of May, the Chairman of the Graduate Student Council shall appoint one member to convene the first meeting of the next academic year.

At this meeting the Graduate Student Council shall elect its own officers from among its own membership. The officers shall include: Chairperson, Vice Chairperson, , Secretary, Treasurer, Executive Officer of Legislative Affairs, Executive Officer of Academic Affairs, and Executive Officer of Community Affairs and these will have the duties customarily exercised by these officers.

The Graduate Student Council shall establish such standing and ad hoc committees as it determines in its bylaws. In addition, in the spring semester of every year a committee on elections shall be formed, and it will be responsible for:

- a. securing the names of the nominees from the School committees, and
- b. carrying out the election of representatives to the Graduate Student Council as a whole.

The Graduate Student Council shall, in addition to the functions stipulated and implied above:

- a. embody its own procedures in Bylaws, consistent with this governance document, which shall take effect when approved by two-thirds of those present and voting at a regular meeting;
- b. establish a schedule of regular meetings which shall be published to all interested members of the College community;
- c. select the graduate membership of the standing committee on discipline and all other campus bodies on which the graduate students are officially represented.

When a vacancy occurs in the Presidency of The College, the Graduate Student Council shall recommend the graduate student members of an ad hoc committee to advise with the Board of Trustees in filling the vacancy. When a vacancy occurs in a College-wide position, such as: The Vice Presidents; Provost; Deputy Provost; or Deans of the Schools and Divisions, and Chief Librarian; the Graduate Student Council shall recommend the graduate student members of an ad hoc committee to advise with the President in filling the vacancy.

In addition to the above, the Graduate Student Council may elect members from its organization to participate in standing faculty committees. These standing committees shall have such powers as are mutually agreed upon by concurrent actions of the respective bodies.

5. Graduate Student Council – Powers

The Graduate Student Council shall have powers and duties with reference to graduate students broadly comparable to those for undergraduates assigned to the Undergraduate Senate.

The Graduate Student Council shall, subject to such rules and guidelines as may be established by the Board of Trustees, and the President, and under the consultation of the Vice President for Student Affairs or his or her designee, have jurisdiction over extracurricular activities, including the setting of general policy governing student activities (e.g., chartering regulations, publicity regulations, etc.). The Graduate Student Council will be the authentic voice of the graduate students of The City College of New York of the City University of New York in all matters that may be appropriately brought before it.

6. Graduate Student Council – Impeachment

Any Graduate Student may request the impeachment of an officer of the Graduate Student Council. A two-thirds vote of the membership of the Council will be required to impeach an officer.

ARTICLE IV
The Policy Advisory Council

There shall be a Policy Advisory Council to advise the President.

1. Membership

The Policy Advisory Council shall consist of: the President, Vice Presidents; Vice Provosts; all full academic Deans; the Dean of the School of General Studies; the Executive Committee of the Faculty Senate; the Chairman of the Administration Committee of the Faculty Senate; the elected head of the Undergraduate Senate and four other members of the Undergraduate Senate; the elected head of the Graduate Student Association and one other graduate student. There shall also be a representative of the Alumni Association; a representative of the City College Fund; two representatives of the non-teaching staff (administrative (without Faculty rank or status), clerical, custodial, etc.), chosen annually. The part-time instructional staff shall choose two representatives annually, in the month of September, to represent them in the Policy Advisory Council.

The President may invite additional members of the College constituency, or others, to sit with the Policy Advisory Council for the discussion of particular items.

2. Organization

The Policy Advisory Council shall meet regularly once a month, and special meetings may be called as necessary.

The President shall preside at meetings of the Policy Advisory Council or, in his absence, the Provost or a designee of the President.

The Policy Advisory Council shall establish a steering committee and such other standing and ad hoc committees as it determines.

The Steering Committee of the Policy Advisory Council shall consist of: the President or his designee, ex officio; two deans elected by the Deans who are members of the Council; two undergraduate students elected by undergraduates who are members of the Council.- one graduate student elected by graduate students who are members of the Council: and the Chairman and one other member of the Executive Committee of the Faculty Senate. The Steering Committee shall elect its own officers.

The Steering Committee shall establish the agenda of the Council meetings, call special meetings of the Council, and act for the Council in the event of emergency situations affecting the good and welfare of The College. One item of the Council agenda shall always provide for remarks of the President, the Academic Vice President, and the Chairman of the Executive Committees of the several Senates.

3. Functions

The Policy Advisory Council shall review and keep under continuous study all matters of major policy affecting The College, its students, its officers of instruction and administration, its programs of instruction and research, its faculties, its services to the urban community, its finances, construction programs, and any other items of policy consideration which may appropriately be brought before it.

Article V The Review Committee

The Review Committee, which shall be the Personnel and Budget Committee of the College, shall consist of: the Provost/Academic Vice President as Chairman; the Deputy Provost; the Deans of the several Schools and the full Deans of the College of Liberal Arts and Science; the Vice Presidents; the Vice Provost; the Dean of the School of General Studies; the Chief Librarian. The Chairman of the Faculty Committee on Personnel Matters and the Chairman of the Executive Committee of the Faculty Senate shall be members *ex officio*, with vote. The Deputy Provost shall sit with voice and without vote, and in absence of the Academic Vice President, shall chair the meeting. The Chief Librarian shall not be present during personnel actions. The functions of the Committee shall be to advise the President with respect to:

- a. recommendation for appointments and reappointments;
- b. recommendation for the conferring of tenure;
- c. recommendation for promotions in rank;
- d. personnel recommendations, policies and procedures; and
- e. proposals and policies having budgetary implications.

In voting on academic personnel matters, the voting members of the Review Committee shall consist of: the Academic Vice President, the Deans of the several Schools, the full Deans of the College of Liberal Arts and Science, the Dean on the Review Committee to whom the Library reports, the Chairman of the Faculty Committee on Personnel Matters, and the Chairman of the Executive Committee of the Faculty Senate.

ARTICLE VII Executive Council

There shall exist an executive council, chaired by the Chairman of the Executive Committee of the several Faculty Councils. This Council shall meet at least twice each semester, to exchange information from among the several Faculties and the Faculty Senate. The Faculty Committee on Personnel Matters shall report its general findings to this Council. Special meetings may be called by the Chairman or by any two members of the Council.

ARTICLE VIII
Personnel and Budget Committees

The Faculty of each School in The City College shall establish a committee or committees on faculty personnel and budget. The manner of constituting the several Committees and the procedure to be followed by them shall be subject to the approval of the President and the Dean of the School involved.

Where no Personnel and Budget Committee exists, The Review Committee shall be the Personnel and Budget Committee. The Executive Committee of Programs, Centers and Institutes shall be their Personnel and Budget Committees and shall be referred to the Review Committee through the appropriate academic administrator.

In all cases the Dean or appropriate administrator shall sit ex officio without vote.

This Committee shall receive from the several Departments all recommendations for appointments or reappointments with tenure, to the instructional staff, and for promotions in rank. It may, if procedures approved by the President and Dean call for such actions, also receive recommendations from the several Departments for appointments and reappointments without tenure, and for compensation to be paid appointees. It shall recommend action thereon to the Review Committee. The Committee may also recommend to the Review Committee special salary increments. The President shall consider such recommendations in making his recommendations on such matters to the Board.

The Committee shall consult with the Dean on the budget request submitted by the Dean and shall consult with the Dean on allocation of funds and personnel.

ARTICLE IX
Departmental Structure

Each Department and Program shall have a set of Bylaws, under which it will operate, which shall be ratified by a two-thirds vote of the members with Faculty rank of the Department. The Bylaws shall, minimally, include an Article on an executive committee in which, in each Department, the size shall be determined by the total number of Professors, Associate Professors, Lecturers, Instructors, and the full-time equivalent of part-time staff in comparable titles: five Faculty members for Departments with seventy-five or fewer; seven Faculty members for Departments with more than seventy-five but fewer than one-hundred; and nine Faculty members for Departments with one-hundred or more. The Chairman of the Department shall be a member of the Executive Committee, and he will also automatically serve as Chairman of the Executive Committee. He and the other members of the Executive Committee are to be elected at the same time, and for a term of three years. A majority of the Executive Committee shall consist of tenured persons in the Department. The Executive Committee shall serve as the Appointments Committee, the Personnel and Budget Committee (except as set forth below with respect to Faculty Tenure and CCE Procedures), and the Committee on Educational Policy of the Department.

The Executive Committee shall consider all matters related to appointments to the instructional staff, and reappointments thereto without tenure and without a Certificate of Continuous Employment ("CCE") for lecturers; applications for sabbatical and other leaves; and the Departmental budget as submitted for approval by the Chairman. It shall transmit its recommendations to the appropriate Personnel and Budget Committee.

The Bylaws of the Department shall also include a minimum requirement for stated meetings, and shall be consistent with the regulations of the Board of Trustees and The

College. Department Bylaws, which shall exist as of the adoption of this document, shall be brought into conformity with this Governance plan.

To ensure student involvement on questions of appointments, reappointments and tenure, the voting Faculty members of each Department must select one of the following plans, by a vote of a majority of those eligible to vote at a regular meeting:

1. that there be elected annually, from among the Department majors and graduate students, two students of at least junior status, who shall sit, with voice and vote, on the Departmental Executive Committee, the Departmental Tenure Committee, and the Departmental CCE Committee; or
2. that five students from among the Department majors and graduate students, who shall be of at least junior status, shall sit as a committee in their own right, advisory to the Executive Committee, on matters of appointment and reappointment, and advisory to the Departmental Tenure Committee and Departmental CCE Committee on matters of tenure and CCE, respectively, and who may transmit their votes to the appropriate Personnel and Budget Committee. They shall also communicate with the appropriate College or School committees on curriculum and teaching.

Under either "plan a" or "plan b" the nomination and election procedures shall be carried out during the month of April, under the aegis of the Vice Provost for Student Affairs. For students to be legally elected under "plan a" the following minimal participation is required:

- a. in Departments with fewer than one-hundred majors and graduate students, no less than thirty majors and graduate students or fifty percent, whichever is smaller, must vote;
- b. in Departments with more than one-hundred majors and graduate students, thirty percent must vote.

If this fails, then the Departments shall be under "plan b" provided that at least fifteen percent of the majors and graduate students in the Department have voted. If none of the previous conditions are met, the Vice Provost for Student Affairs will make recommendations to the President as to the appropriate structure. At least each time, at the election of the Chairman, the Department shall consider its choice of either "plan a" or "plan b."

A new Department may, at the discretion of the President, be exempted from the requirements herein for a maximum of five years after its establishment.

Programs, Centers, and Institutes shall, to the extent appropriate, conform to the guidelines for Department governance described herein.

FACULTY TENURE, CCE, AND PROMOTION PROCEDURES

A. Promotion Procedures.

Promotions shall be recommended by departmental promotion committees to the School or Divisional Personnel and Budget ("P&B") Committee, which shall make recommendations to the Review Committee (College-wide P&B Committee), which shall make recommendations to the President. There shall be established in each department promotion committees to consider promotions for each rank, including full professor. All members of the department of higher rank shall be included on the promotions committee of a faculty member who applies for promotion. The department chairperson shall be the chairperson of each promotions committee, except in the event the department chairperson does not hold equal or higher rank than the candidate seeks. In that event,

the members of the department will elect a faculty member of the highest rank to be chairperson of the promotions committee. The positive votes of a majority of those eligible to vote, with the exception of faculty members on approved leaves of absence, unless such faculty members on approved leave notify the department chairperson of their intention to participate as voting members and attend relevant meetings of the departmental promotions committee, shall be required for an affirmative recommendation for promotion.

B. Procedures for Tenure and Certificate of Continuous Employment (“CCE”) for Lecturers.

Tenure of tenure-track faculty members shall be recommended by departmental tenure committees, and CCE of lecturers shall be recommended by departmental CCE committees, to the School or Divisional P&B Committee, which shall then make recommendations to the Review Committee (College-wide P&B Committee), which shall then make recommendations to the College President. In the case of departments that are not part of a school or division, tenure of tenure-track faculty members and CCE of lecturers shall be recommended by departmental tenure committees (departmental CCE committees for lecturers) to the Review Committee (College-wide P&B Committee), which shall then make recommendations to the College President.

There shall be established in each department a departmental tenure committee to consider appointment and reappointment with tenure (including reappointment with early tenure) of tenure-track faculty members. There shall be established in each department a departmental CCE committee to consider reappointment of lecturers with CCE. All tenured faculty members of the department shall be included as voting members of the departmental tenure committee of a faculty member who is eligible for reappointment with tenure or who applies for early tenure, with the exception of faculty members on approved leaves of absence, unless such faculty members on approved leave notify the department chairperson of their intention to participate as voting members and attend relevant meetings of the departmental tenure committee. All faculty members of the department with tenure, as well as all lecturers with CCE, shall be included as voting members of the departmental CCE committee of a lecturer who is eligible for reappointment with CCE, with the exception of faculty members on approved leaves of absence, unless such faculty members on approved leave notify the department chairperson of their intention to participate as voting members and attend relevant meetings of the departmental CCE committee. The department chairperson shall be the chairperson of each departmental tenure committee, except in the event that the department chairperson is not tenured and has been appointed department chairperson pursuant to a waiver granted by the Board of Section 9.1.b of the Board Bylaws, in which event the tenured faculty member who is most senior by reason of service as a tenured faculty member in the department shall be the chairperson of the departmental tenure committee. The department chairperson shall be the chairperson of each departmental CCE committee. The positive votes of a majority of those eligible to vote shall be required for an affirmative recommendation for tenure or CCE.

C. Advisory Panels and Internal and External Evaluators.

The several departmental committees on tenure and promotion shall establish advisory panels consisting of three persons in the department who hold higher rank than the candidate, in the case of promotion, or three tenured persons in the case of tenure; one member of each advisory panel shall be chosen from a list of three submitted by the candidate. Where a department lacks a sufficient number of faculty who hold higher rank or tenure, qualifying members from other departments may be included in consultation with the dean, and subject to approval by the College President. The role of the advisory panel shall be to develop the departmental list of internal and external evaluators. The

chairperson shall solicit letters of evaluation from all persons on the advisory panel's list, as well as from all persons on the candidate's list.

D. Chairperson's Report.

The chairperson of the department shall prepare a chairperson's report for each candidate for promotion, tenure, or CCE, except for promotion of candidates to a higher rank than that held by the chairperson, in which event the chairperson's report shall be written by the chairperson of the promotions committee. The chairperson's report shall contain the chairperson's summation of the candidate's record and evaluations and the chairperson's recommendation on the personnel action.

E. Confidentiality.

The name and evaluations of the external and internal evaluators shall be treated as confidential and shall not be available to the candidate.

F. Appeals.

The negative vote of the aforementioned committees on a promotion, tenure, or CCE candidacy may be appealed to the next higher committee, up to the College President.

ARTICLE X
The Faculty Councils

The Faculties of each of the consultant Schools shall include members of Faculty rank of the Departments of the Schools and the Dean of the School, with vote, and the following ex officio members without vote: the President, the Vice Presidents, the Vice Provosts, the Dean of the School of General Studies, the Chief Librarian, the Director of Admissions and Records, the Registrar, in the Professional Schools no fewer than two nor more than six students selected annually from among the Department Executive and Advisory Committee members, and in the College of Liberal Arts and Science two students from each Division elected annually from among the Department Executive and Advisory Committee members.

The Faculty Council and the Faculty of a School shall be one and the same except when that number exceeds 150, when it shall be a representative, body elected by the Faculty. In the latter case, it shall include two delegates with vote from each Department, and all members ex officio. One delegate shall be the Department Chairman, and the other a person of Faculty rank elected by the Department. In addition, the delegates at large, equal to the number of instructional Departments shall be elected. The nature of nomination and election of delegates at large shall be determined in each Faculty Council in such a way that the delegates at large have Faculty rank. Vacancies shall be filled in the same manner. Each of the delegates, except the Chairman, shall be elected for a three-year term in May of the appropriate year, by secret ballot of the members entitled to vote in each Department. The Faculty Council shall have the power to add other individual staff members to the membership of their respective Faculties, ex officio and without vote, because of the educational responsibilities they serve.

The Faculty shall be responsible for and conduct all the educational affairs customarily cared for by a College Faculty. The Faculty Council shall have the same responsibilities and powers, subject only to the right of the Faculty to reverse any specific vote of the Faculty Council by a two-thirds vote of those entitled to vote for delegates at large to the Faculty Council, at a meeting duly called on notice of the action to be considered.

The Faculty Council shall meet at least twice each semester. It may also be convened upon call of the President or the Dean of the School, or by petition of ten percent of its membership, or by the Executive Committee.

The Faculties and Faculty Councils shall each elect annually an Executive Committee from among their voting members, the number of members to be determined by the Bylaws of that body, except that the number of members may not be changed during the annual term of office for which a particular Executive Committee is elected. The Executive Committee shall elect a Chairman from among its members, and shall also elect a Secretary. They shall exercise the customary duties of such offices.

The Executive Committee shall advise with the President or his designee, and with the Dean when the Council is not in session, on all matters in that body's jurisdiction. It shall report its action to the Faculty or Faculty Councils.

The Faculties and Faculty Councils shall be responsible for the formulation of policy relating to the admission and retention of students, subject to the guidelines of the Board of Trustees, and curriculum, awarding of College credits, and granting of degrees. When a vacancy occurs in the position of Dean of Faculty or Faculty Council shall elect a committee to advise with the President on the choice of the candidates. There shall be a Committee on Course and Standing to carry out the retention and probation educational affairs customarily cared for by a College Faculty. The President shall preside at its meetings, or, in his absence, the Vice President Provost, or the Dean of the College.

The Bylaws of the several Faculties and Faculty Councils shall be brought into conformity with this Governance document upon its approval, The Agenda of each meeting shall include remarks by the Dean and by the Chairman.

The Faculty Council of the College of Liberal Arts and Science shall be named the General Faculty Council of the College of Liberal Arts and Science and may, through the adoption or amendment of its Bylaws, which Bylaws may not be inconsistent with this charter or the Bylaws of the Board of Trustees, establish such Divisional Faculty Councils as it deems appropriate. The General Faculty Council may also, through adoption or amendment of its Bylaws, delegate to the Divisional Faculty Councils such powers as it deems appropriate.

ARTICLE XI

The Office of the Ombudsman

The Office of the Ombudsman is not intended to replace the normal channels of administrative process. It is an exceptional procedure, to be used only when the normal channels do not adequately respond.

a. The areas of responsibility of the Ombudsman are:

- i. Equity - to help individuals in specific cases to seek just and equitable treatment;
- ii. Critical Review - to help administrative functionaries (whether connected with student government organizations or with the officers of the Faculty or the administration) to improve their process and procedures, not only to correct a particular inequity or injustice, but also to prevent its recurrence; and
- iii. Recommendation and Report - to recommend such changes in procedure and practice as may be appropriate, and to make final, public report on his actions.

b. The methods appropriate to the Ombudsman will be those which are appropriate to the foregoing functions:

i. As to Equity, the Ombudsman will

(a) afford full opportunity for the presentation, in confidence, of any complaint or grievance, from any student or any member of the Faculty or the staff alleging unfairness, inequity, discourtesy, undue delay, or other malfunctioning in the processes of The City College;

(b) investigate, in confidence, to determine the degree of validity of the complaint.

(c) mediate or otherwise resolve the problem, arriving, in confidence, at what appears to be a just resolution (including the dismissal of the complaint or recommendation of action based on the verified complaint); and

(d) report the disposition of the specific case directly to the Office of the President.

Notwithstanding the foregoing, in all cases of alleged inequity, injustice or malfunction, the Ombudsman will not be expected to concern himself with the normal operations of grievance process or disciplinary procedures which are established by the Board of Trustees or by appropriate College bodies and authorities, except that he may, on the sole basis of his own judgment, inquire into possible or alleged unfairness or inequity resulting from possible bias or malfunction in any of these proceedings, and make confidential report thereon to the Office of the President.

ii. As to critical review, the Ombudsman will

(a) be receptive to all suggestions, comments and criticisms regarding the general functioning of College processes and procedures (as distinguished from individual grievances or complaints of inequity);

(b) make appropriate inquiries;

(c) make recommendations, in confidence, to the administrative officer who heads the particular unit involved; and

(d) report to the Office of the President as to the disposition of such recommendations.

iii. As to recommendation, the Ombudsman will, in addition to any recommendations submitted in connection with the foregoing functions, from time to time and annually, make such report and recommendations as he deems wise, directly to the Office of the President, with such substantiation as may be appropriate.

The primary task of the Ombudsman is to serve as a confidential investigator in any specific case of alleged inequity, unfairness or maladministration, and therein to be the impartial spokesman, both to the person or persons making the complaint and to the person(s) against whose performance the allegation is brought. The Ombudsman is to have access to all relevant facts in the case. He is to enjoy the complete cooperation of the individual officers(s) of instruction or administration against whom complaints have been brought. He is to receive cooperation from any complaint. He is to carry out his work in privacy and with full respect for the rights and immunities of all parties.

Having completed his inquiries, he will make such disposition of each case, as, in his sole judgment, is best. He may dismiss the charges as being without foundation or merit. He may recommend corrective action to achieve justice or equity in the particular case. He will determine the question of equity and fairness not on the basis of opinion or bias or preference, but on the basis of whether or not the rules, guidelines, and other governing statutes have been followed honestly and fairly, and without undue delay. If he finds a particular rule or regulation or statute is itself unfair or makes for inequity, he may convey that finding to the Office of the President; but he may not at the same time make a finding against an individual who has faithfully adhered to the guidelines then governing the case.

His secondary, but no less important, task is to make recommendations which seem appropriate to him for changes in the rules, practices, procedures and regulations by

which administrative functionaries of the student body, Faculty or administration are guided.

Thirdly, he may recommend changes in procedures and practices which do not involve changes in the rules, regulations, guidelines and statutes.

In arriving at any of the foregoing recommendations, he will consult carefully and fully with the particular officers and offices involved, keeping the President informed of progress.

In addition, should the Ombudsman arrive at conclusions which are critical of the operations and practices of the Office of the President, or Presidential disposition of specific cases duly reported by the Ombudsman to the President, he will so inform the President; and if there is no resolution of the problem which is satisfactory to him, the Ombudsman may take the matter directly to the Board of Trustees, informing the President as he does so.

The powers of the Ombudsman include:

- a. access to all records pertinent to any allegation of inequity or injustice or other grievance coming under his jurisdiction;
- b. the right to inquire of any officer of instruction or of administration, or of any member of the clerical and custodial staffs, or of any student, in connection with his proper inquiries, and to receive full and complete answers;
- c. the right to mediate or otherwise arrive at a compromise or to arrive at his own proposal for solution of the problem at hand;
- d. the right to present his recommendations for solution to the parties involved and to report such recommendations to the supervisory officers of the person(s) involved and to the President; and, having completed the foregoing processes, in confidence;
- e. the right to make final public report in the matter.

The Office of the Ombudsman shall be headed by a member of the tenured Faculty, elected by the Faculty each year, at the same time as the election for the Faculty Senate. The electorate shall be the same as for the Faculty Senate. Nominations shall be by petition of at least twenty-five signatures. The Faculty Senate will make a good faith effort to find a least two candidates. Failing this, a single candidate will be sufficient. A reduced teaching schedule should be afforded for the Ombudsman.

In the Office of the Ombudsman there shall also be a student, preferably one who is in his final year as an undergraduate, elected at the same time as the election for the Undergraduate Senate. The electorate shall be the same as for the Undergraduate Senate. Nominations shall be by petition of at least twenty-five signatures, and there shall be at least two candidates. Failing this, the Undergraduate Senate shall nominate a sufficient number. The Student Ombudsman will perform his duties in consultation with the Faculty Ombudsman, when desirable.

ARTICLE XII Joint Committees

A committee on student affairs shall keep under continuous review the standards and conditions of extracurricular activities, as well as regulations affecting freedom of expression and student conduct. The membership shall consist of five: two Faculty, two undergraduate students, and one graduate student. The Faculty Senate shall annually select the Faculty members; the Undergraduate Senate, the undergraduate student members; and the Graduate Student Association, the graduate student member of the Committee. The Vice Provost for Student Affairs shall be an ex officio member.

A committee on student discipline shall establish a proper judiciary, establish structures and procedures, and codify rules and regulations governing conduct, leaving to the judiciary the safeguarding of due process within the academic community. The Committee shall also be responsible for continual review of the effectiveness of structures, procedures, rules, and regulations. The Committee membership shall consist of six: three Faculty, two undergraduate students, and one graduate student. The Faculty Senate shall annually select the Faculty members; the Undergraduate Senate, the undergraduate student members; and the Graduate Student Association, the graduate student member of the Committee. All structures, procedures, and codes developed by the Committee shall be in effect when approved by the parent bodies concerned. In case of failure of ratification by the bodies, such proposals shall be brought before a joint conference of six representatives (three Faculty, two undergraduate students and one graduate student) for agreement and final ratification by the bodies. In the absence of a final ratification, the Vice Provost for Student Affairs shall make recommendation to the President who shall establish appropriate procedures.

The College also establishes the practice of Faculty-Student Joint Committees in Curriculum and Teaching. At the Department level, in the Curriculum Committees of the several Faculties, and the Committee on Educational Policy, student members are to be included. Each Faculty and its Departments are responsible for developing and implementing the specific measures for carrying out this policy.

From time to time other joint Committees should be set up by the mutual agreement of the respective bodies.

The budget prepared by the Student-Faculty Intercollegiate Athletic Committee shall be sent for consideration and final decision to both the Faculty Senate and the Undergraduate Senate after consultation with the Vice Provost for Student Affairs. In the event that the two bodies should disagree on any item, a final decision shall be made by the Committee consisting of: three Executive Committee members of the Undergraduate Senate, to be chosen by the Undergraduate Senate; three Executive Committee members of the Faculty Senate, to be chosen by the Faculty Senate; and one member mutually agreed upon by the other six Committee members.

ARTICLE XIII Community Advisory Committees

One or more community advisory committees may be established by the President as one means of soliciting the advice of the community's citizenry with respect to the goals, programs and directions of The College. The Committees shall have full opportunity to initiate as well as to react. Members of the administrative staff, Faculty, and student bodies may be invited to meet with the Committees.

ARTICLE XIV

I. Amendment Procedure

A proposal to alter the Governance Charter of The City College may be initiated by the President, or by a majority vote of the Faculty Senate, or by a majority vote of the Undergraduate Senate and the Graduate Student Association and the Evening Student Senate acting jointly, or by a petition of five (5%) percent of the student body, or by a petition of ten (10%) percent of the Faculty which is eligible to vote for members of the Faculty Senate.

The initiator of the proposal shall choose which of the two alternative amendment procedures specified below shall be followed. Should the proposed amendment fail, the

President, or the Faculty Senate by resolution, or the Undergraduate Senate, the Graduate Student Association and the Evening Student Senate acting jointly by resolution, may elect that the other amendment procedure be utilized.

A. Referendum Process

In a valid Referendum, thirty (30%) percent of the eligible voters must vote. Eligible voters are all those eligible to vote for members of the Faculty Senate or a student government association. Both a majority of the Faculty voting and a majority of students voting are necessary for the proposed amendment to be submitted to the Board of Trustees of The City University of New York for consideration.

B. Legislative Process

The President, after consultation with the Faculty Senate, the Undergraduate Senate, the Graduate Student Association and the Evening Student Senate, shall determine which of these organizations are the affected legislative bodies. Each of the affected legislative bodies must vote in favor of the proposed amendment in order for it to be transmitted to the Board of Trustees of The City University of New York for consideration.

The affected legislative bodies shall vote on the proposed amendment in the following manner. The proposal shall be presented at a meeting at which a quorum is present. At least sixty (60%) percent of the members present must vote in favor of the proposed amendment for it to be approved by that legislative body.

If the proposed amendment receives the approvals specified in either the Referendum or in the Legislative Process, the President shall transmit it to the Board of Trustees of The City University of New York for their consideration.

II. Records

All findings, actions, reports and recommendations of the bodies and offices described in the Governance Charter shall be made in writing. One or more copies must be sent to The College's Archives, and be made available to all members of The College.

III. Governance Charter and Board Bylaws

This Governance Charter shall take precedence over those Bylaws of the Board of Trustees of The City University of New York inconsistent with it.

NOTE: Also see Interim Amendment to the City College Governance Plan adopted by the Board of Trustees on March 27, 1995, Cal. No. 6.C.;* **and the Revision of Academic (Governance) Reorganization adopted by the Board on September 28, 1998, Cal. No. 6.C.;**** **both of which supersede any inconsistent provisions in this governance Plan.**

Adopted by the Board of Higher Education on December 18, 1972, Cal. No. 9. As amended by the Board of Trustees on December 17, 1973, Cal. No. 6.D.; May 27, 1975, I.B.IV; May 29, 1984, Cal. No. 9.C.; June 25, 1984, Cal. No. 7.E.; March 25, 1985, Cal. No. 7.B., June 23, 1986, Cal. No. 6.D.; June 26, 1988, Cal. No. 6.J.; and June 28, 1999, Cal. No. 6.G.

B. BROOKLYN COLLEGE - NAMING OF THE SAMUEL H. GOTTLIEB '40 AND BERNICE GOTTLIEB ROOM:

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the "Samuel H. Gottlieb '40 and Bernice Gottlieb Room" in the Library at Brooklyn College.

EXPLANATION: Samuel H. Gottlieb enjoyed a distinguished career as a lawyer. Born in New Hampshire, he and his family moved to New York City and he was reared on the Lower East Side. He enrolled at Brooklyn College, where he earned a degree in Political Science in 1940.

Upon graduating, Mr. Gottlieb served in WWII and was decorated for his valor. After the war, he earned a law degree from Brooklyn Law School and went on to work for many years at the Philadelphia Stock Exchange. Mr. Gottlieb retired at an early age and moved to Florida, where he worked as a legal consultant for more than twenty years.

Mr. Gottlieb credited his success to the strong preparation he acquired at Brooklyn College. In appreciation for the stellar education he received at Brooklyn College, Mr. Gottlieb pledged a significant portion of his estate to support the College. Mr. Gottlieb passed away in October 2012, and in December 2015, the Brooklyn College Foundation received a bequest from his estate in the amount of \$1,550,367 to support the Brooklyn College Library.

Mr. Gottlieb recognized that a strong library is essential for the students and faculty of Brooklyn College. The College seeks to recognize Mr. Gottlieb's extraordinary generosity by renaming the fourth floor Library Multipurpose Room the "Samuel H. Gottlieb '40 and Bernice Gottlieb Room." This room is used for a wide variety of events by the entire College community and features state-of-the-art technology.

C. QUEENS COLLEGE - NAMING OF THE DR. BARRY BLECHMAN '63 SEMINAR ROOM:

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the "Dr. Barry Blechman '63 Seminar Room," located in Powdermaker Hall at Queens College.

EXPLANATION: Dr. Barry Blechman earned a B.A. in Political Science from Queens College in 1963, and went on to earn a Ph.D. in International Relations from Georgetown University. He has more than fifty years of distinguished service in national security in both the public and private sectors. Dr. Blechman has worked in the Departments of State and Defense and at the Office of Management and Budget, and served under President Carter as Assistant Director of the U.S. Arms Control and Disarmament Agency. He is co-founder and former Board Chair of the Stimson Center, a non-partisan, non-profit think tank in Washington, D.C.

Dr. Blechman is a longtime generous supporter of the Model United Nations at Queens College, a student club and supporting course that simulate the United Nations and expose students to subjects including diplomacy and international relations. In addition to previous gifts totaling more than \$100,000, in January 2016 Dr. Blechman made a pledge in the amount of \$100,000 to the Queens College Foundation to establish "The Barry Blechman Fund to Promote Greater International Understanding." Dr. Blechman's gift will provide conference support to the Model U.N. program at Queens College, which supports development of students to become the next generation of political leaders.

In further recognition of the generosity of this and past gifts from Dr. Blechman, the College therefore requests the approval to name the "Dr. Barry Blechman '63 Seminar Room" located in Powdermaker Hall, the main classroom building at Queens College.

D. HUNTER COLLEGE - NAMING OF “THE PEGGY” DANCE STUDIO:

RESOLVED, That the Board of Trustees of The City University of New York approve the naming of the dance studio on the 6th floor of Thomas Hunter Hall at Hunter College “The Peggy” in tribute to Peggy Tirschwell, for her exceptionally distinguished service to Hunter College and CUNY.

EXPLANATION: Richard Gilder has pledged \$500,000 for expenses relating to the renovation of a dance studio on the 6th floor of Thomas Hunter Hall at Hunter College. The renovated dance studio would be known thereafter as “The Peggy” after his sister Peggy Tirschwell, who has been an exceptionally valued and beloved member of the Provost’s Office at Hunter College since September 2002, specializing in curriculum development, support and accreditation. In April 2016, Ms. Tirschwell will celebrate 51 years with The City University of New York.

Mr. Gilder founded his own firm, now known as Gilder Gagnon Howe & Co. LLC. In 1994, with long-time friend, Lewis E. Lehrman, he created the Gilder Lehrman Institute of American History, a leading non-profit provider of K-12 educational programs and materials in American history. They also co-founded The Gilder Lehrman Center for the Study of Slavery, Resistance and Abolition at Yale, and are co-founders and sponsors of the Lincoln Prize, the Frederick Douglass Book Award and the George Washington Book Prize. Mr. Gilder is a founding and continuing trustee of the Central Park Conservancy, a trustee of the American Museum of Natural History and New-York Historical Society, and an honorary trustee of the Thomas Jefferson Foundation. In 2005, with Lewis Lehrman, Richard Gilder received the National Humanities Medal for his work promoting the study of American history.

Mr. Gilder has been a long-time supporter of Hunter College. His generosity includes a \$1 million gift in 2011 to create the Tirschwell Gilder Information Commons in the Hunter College main campus library, bringing state-of-the-art internet and research technology to the Hunter College Library.

In recognition of Ms. Tirschwell’s long and devoted service to Hunter College, and of her brother Richard Gilder’s generosity, the College wishes to name the newly renovated dance studio on the 6th floor of Thomas Hunter Hall “The Peggy.”

E. THE CITY UNIVERSITY OF NEW YORK - AMENDMENTS TO THE CONFLICT OF INTEREST POLICY REGARDING FACULTY ASSIGNMENT OF TEXTBOOKS:

RESOLVED, That the Board of Trustees of The City University of New York, approve an following amendment to the Conflict of Interest Policy to add a new section 5 (and the renumbering of the subsequent sections) as follows:

5. Policy on Faculty Assigning for Purchase Their Own Works in Classrooms

5.1. General Statement. Academic freedom includes the right and responsibility of faculty to choose materials to assign to their students and to require for purchase by the students in their courses. As professional educators, faculty should avoid the appearance and the reality of any conflict of interest in making such determinations.

5.2. Avoidance of Economic Benefit. When faculty create materials either by authoring or compiling such materials and derive revenue from their sale and, either as individuals or as members of a group, make the determination to use materials that they have created in their own classes, then that portion of the revenue they derive from the sale of such materials to their own students should be directed to a program over which the authors have no control or influence and which is for the use or support of students. Such programs may include but are not to be limited to, student scholarships and emergency funds at the college at which they teach.

5.3. Departmental Decision-Making in Courses with Multiple Sections. Whenever materials that are created by a faculty member are to be used in multiple sections of a course, only some of which are taught by that faculty member, then the decision concerning which work is to be used must be made by an official group of faculty of the department and not by any single faculty member, including the department chairperson. The faculty author may not participate in that decision but may keep the revenue from sales notwithstanding paragraph 5.2 above.

EXPLANATION: This new section is intended to obviate any conflict of interest in connection with a faculty member assigning materials authored by him or her. This section is similar to policies at many other colleges and universities and is based on a proposal submitted by the CUNY University Faculty Senate, which has approved it.

Chairperson Schmidt stated that this amendment is a balanced solution to the problem.

UFS Chair and Trustee Martell stated that this is another example of an opportunity for **UFS** to work with **General Counsel and Senior Vice Chancellor Frederick Schaffer's** office to come up with a balanced solution to a complicated problem.

F. THE CITY UNIVERSITY OF NEW YORK - CHANGES TO THE INVESTMENT OPTIONS UNDER THE UNIVERSITY'S OPTIONAL RETIREMENT PLAN AND TAX DEFERRED ANNUITY PLAN:

RESOLVED, That the Board of Trustees of The City University of New York authorize the Vice Chancellor for Human Resources Management to change the menu of investment options used to invest participant accounts in The City University of New York Optional Retirement Plan ("ORP") and The City University of New York Tax Deferred Annuity Plan ("TDA Plan," and together with the ORP, each individually a "Plan" and collectively the "Plans") from the current funds available under the Plans to the following list of funds, subject to the requirements of NY Education Law §6251:

TIAA Traditional, CREF Money Market, Western Asset Core Plus Bond, Templeton Global Bond, Lord Abbett High Yield, Vanguard Total Bond Market Index, TIAA-CREF Large Value, CREF Stock, TIAA-CREF Growth and Income, American Beacon Holland Large Cap Growth, Vanguard Equity Income, Vanguard 500 Index, MFS Mid Cap Value, Vanguard Extended Market Index, TIAA Mid Cap Growth, Ariel Appreciation, Champlain Mid Cap, JPMorgan Small Cap Value, T. Rowe Small Cap Growth, Nationwide Geneva Small Cap Growth, Lazard International Equity, Delaware Emerging Markets, TIAA-CREF International Equity Index, CREF Inflation-Linked Bond, TIAA Real Estate, CREF Social Choice, Parnassus Fund, TIAA-CREF Lifecycle Retirement Income, TIAA-CREF Lifecycle 2010, TIAA-CREF Lifecycle 2015, TIAA-CREF Lifecycle 2020, TIAA-CREF Lifecycle 2025, TIAA-CREF Lifecycle 2030, TIAA-CREF Lifecycle 2035, TIAA-CREF Lifecycle 2040, TIAA-CREF Lifecycle 2045, TIAA-CREF Lifecycle 2050, TIAA-CREF Lifecycle 2055, TIAA-CREF Lifecycle 2060, and such other funds as may be added from time to time by TIAA-CREF to the TIAA-CREF Lifecycle Fund series.

The Vice Chancellor for Human Resources Management is authorized to take any action, execute any agreements, and execute any amendments to the ORP and TDA Plan documents necessary to implement this change in investments, or necessary to implement related Plan actions from time to time approved by the Board of Trustees, subject to review as to form by the Office of General Counsel.

EXPLANATION: By resolution adopted November 23, 2015, the Board directed the Committee on Faculty, Staff and Administration to develop specific recommendations of mutual funds appropriate to be added to the TDA Plan, and by resolution adopted January 25, 2016 the Board authorized the ORP and TDA Plan administrator to designate TIAA as the sole recordkeeper to both Plans. In connection with those actions, the FSA engaged the Cammack Retirement Group ("Cammack") to review the investments offered under both the ORP and the TDA Plan. Cammack conducted an evaluation of the existing plan investments and other outside funds, considering criteria consistent with the Plans' Investment Policy Statement. The recommended menu resulting from that evaluation represents an effort to streamline the

operation of the Plans by reducing the number of investment choices and to provide ORP and TDA Plan participants with the ability to create a diversified portfolio across assets classes and investment styles using best-in-class funds.

The new investments will be made available for new contributions to the Plans and, where permitted, participant transfers from the current investments. In accordance with NY Education Law §6251, all investments made available under the ORP will be provided through annuity contracts.

This resolution also clarifies that the Vice Chancellor for Human Resources Management is the Board's designee for implementing changes to the Plans, and for taking other actions relating to the Plans, that have been approved by the Board.

Chairperson Schmidt stated that **Trustee Beal** and **UFS Chair and Trustee Martell** deserve the thanks of not only the Board, but the entire University, and on behalf of the whole University, he would also like to thank **Vice Chancellor Waters** for taking this bewildering situation and making it much simpler, clearer and better, saving money at the same time.

UFS Chair and Trustee Martell stated that he would like to acknowledge the leadership of **Trustee Beal** for keeping the Taskforce focused and on target, and revising the entire \$8-9 billion plan in 18 months. The Taskforce fulfilled its fiduciary responsibility, and what is in place is a solid plan.

Trustee Beal stated that she would like to add to **Chancellor Milliken's** earlier remarks by complementing **Vice Chancellor Waters** on her recent honors. It is particularly reassuring to know that **CUNY's** mission to foster diversity and inclusion amongst its workforce is in the hands of a nationally recognized leader. Thank you for bringing this acknowledgement to the University, **Vice Chancellor Waters**, and congratulations. She added that **UFS Chair and Trustee Martell** and she have served on a number of presidential searches and committees, and it has been her absolute pleasure to work with him, most recently on this Taskforce, because the good news is coming from divergent positions. The end result was a wonderful working relationship that she continues to look forward to long after they both leave this Board.

G. THE CITY UNIVERSITY OF NEW YORK - REAPPOINTMENT OF A SITTING COMMISSIONER OF THE CITY UNIVERSITY OF NEW YORK CIVIL SERVICE COMMISSION:

RESOLVED, That the Board of Trustees of The City University of New York hereby authorizes the Chancellor of The City University of New York to reappoint Elaine S. Reiss as a Commissioner of the Civil Service System of The City University of New York, for a term of six (6) years to commence on June 1, 2016 and to expire on May 31, 2022.

EXPLANATION: On April 26, 2010, in accordance with Section 15.1(a) of the New York State Civil Service Law, the Board of Trustees of The City University of New York authorized the naming of Elaine S. Reiss as Commissioner of The City University Civil Service Commission for a four-year term expiring May 31, 2016. The reappointment of Ms. Reiss for a statutory six-year term will enable The City University of New York to continue to operate under the Rules and Regulations of its Civil Service Commission, as approved by the New York State Education Law and as governed by the New York State Civil Service Law.

Ms. Reiss brings a wealth of experience in the public sector to this position. She served as Deputy General Counsel to the New York City Charter Revision Committee and as General Counsel for the New York City Department of Information Technology and Telecom-munications. Furthermore, she has worked at the City of New York Department of Employment in the role of Acting Deputy Commissioner/General Counsel.

Ms. Reiss received her LLM in trade regulation from New York University, and her LLB from Columbia University. She has also completed an Executive Training Program at Stanford University. She is currently on the faculty of the Brooklyn Law School.

Ms. Reiss will serve as Commissioner along with Ms. Marilyn Flood, whose term of service runs from June 1, 2012 through May 31, 2018, and with Dr. Tilden LeMelle, whose term of service runs from June 1, 2014 through May 31, 2020.

NO. 6. COMMITTEE ON STUDENT AFFAIRS AND SPECIAL PROGRAMS: RESOLVED, That the following item be approved:

A. QUEENS COLLEGE - INCORPORATION OF COLLEGE ASSOCIATION:

RESOLVED, That the Board of Trustees approve the incorporation of the Queens College Association, Inc., and the proposed bylaws and certificate of incorporation of the college association.

EXPLANATION: Queens College is re-structuring its college association from an unincorporated association to a corporation. In accordance with Board Bylaw section 16.5, the bylaws and certificate of incorporation of the college association have been approved by the Queens College President and reviewed by the University Office of General Counsel. The name of the college association is the Queens College Association, Inc. The Association will be responsible for administering the student activity fee and such other appropriate activities as may be approved by its governing board. The Association's governing board will be composed of the Queens College President or his/her designee as chair, six students, two administrators, two faculty members and two non-CUNY independent directors (as defined by Section 102(21) of the NY Not-for-Profit Corporation Law), or as otherwise required by the Board Bylaws.

**BYLAWS
OF
QUEENS COLLEGE ASSOCIATION, INC.**

* * *

ARTICLE I - ORGANIZATION

SECTION 1. NAME

This corporation shall be known as QUEENS COLLEGE ASSOCIATION, INC. (the "Association").

SECTION 2. PURPOSE

The Association is organized under the New York Not-for-Profit Corporation Law and is operated exclusively for the charitable purpose of supporting Queens College ("College") of The City University of New York ("CUNY"), as is more fully set forth in the Association's Certificate of Incorporation.

SECTION 3. MEMBERS

The Association shall have no members.

ARTICLE II - THE BOARD OF DIRECTORS

SECTION 1. POWERS

General management of the property, affairs, business and concerns of the Association shall be vested in a Board of Directors (the "Board"). The Board shall have responsibility

for the oversight, supervision and review of the student activity fee collected by the College.

SECTION 2. DUTIES

Directors and officers shall discharge the duties of their respective positions in good faith and with that degree of diligence, care and skill that ordinarily prudent men and women would exercise under similar circumstances in like positions. In discharging their duties, directors and officers, when acting in good faith, may rely upon financial statements of the Association represented to them to be correct by the individuals having charge of its books of accounts, or stated in a written report by an independent public or certified accountant or firm of such accountants to fairly reflect the financial conditions of such Association.

SECTION 3. COMPOSITION

The Board shall be composed of thirteen (13) regular, voting Directors, and up to six alternates. The composition of the Board shall be as follows:

1. The College President or designee.
2. Six students and up to three student alternates, consisting of:
 - President of the Student Association
 - Vice President of the Student Association
 - the four (4) elected chairs from the Student Association Executive Board, provided that they are nominated by the Student Association President and are approved by the Student Senate. In any case where the Student Association President does not nominate, or the Senate does not approve, one or more of the chairs, then for each one not nominated, an elected student nominated by the Student Association President and approved by the Senate; and
 - Three (3) student alternates elected by the Student Association officers from among the elected members of the Student Association.
3. Two (2) College administrators and one administrator alternate, each appointed by the College President.
4. Two (2) members of the College full-time faculty and up to two full-time faculty alternates, each appointed by the College President from a panel whose size is twice the number of seats (including the alternates) to be filled and consists of faculty members elected by the Academic Senate of the College.
5. Two Independent Directors¹ appointed by the College President.

¹ An independent director is defined as a former employee of the College or the Association, a College alum, a community member, or any other individual, who, pursuant to Section 102 of the Not-for-Profit Corporations Law: (A) has not been within three years of his or her appointment to the governing board of the Association, an employee of the Association, CUNY or the Research Foundation of CUNY; and (B) does not have a relative who is, or has been within three years of the individual's appointment to the governing board, a key employee of the Association, CUNY or the Research Foundation of CUNY; and (C) has not received, and does not have a relative who has received, in any of the three fiscal years prior to the individual's appointment to the governing board, more than \$10,000 in direct compensation from the Association, CUNY or the Research Foundation of CUNY (other than reimbursement for expenses reasonably incurred as a director or reasonable compensation for service as a director as permitted by the Not-for-Profit Corporation Law); and (D) is not a current employee of or does not have a substantial financial interest in, and does not have relative who is a current officer of or has a substantial financial interest in, any entity that has made payments to, or received payments from, the Association, CUNY or the Research Foundation of CUNY for property or services in an amount which, in any of the three fiscal

SECTION 4. TERM OF OFFICE

Each administration, faculty and Independent Director shall be elected or appointed for a two-year term to serve until his or her successor is elected or appointed and qualified. Each student Director shall serve for a one-year term and until his or her successor is elected or appointed and qualified. Except as otherwise provided for in these Bylaws, the term of office of the Directors shall be June 1 to May 31. Directors may be elected or appointed to consecutive terms.

SECTION 5. QUALIFICATIONS

Each Director shall be eighteen years of age or older. Each administration and faculty Director shall be a full-time employee of the College. Student Directors must at all times maintain good academic standing as defined by the Academic Senate.

SECTION 6. TERMINATION OF MEMBERSHIP

- (a) Any Director who ceases to occupy the position which qualified that Director to be elected or appointed pursuant to section 3 of this Article shall cease to be a Director.
- (b) A member of the Faculty or Administration who has received a notice of non-reappointment shall not be eligible to serve as a Director effective the date of notification.
- (c) The College President may at any time remove a Director whom he/she has appointed.
- (d) Any Director may withdraw from the Board by presenting to the Secretary of the Board a written resignation. Such resignation shall be effective upon receipt by the Secretary of the Board.
- (e) A Director may be removed by the Board for cause, such as excessive absences or violation of these Bylaws, upon the affirmative vote of eight members of the Board (i.e., a two-thirds majority of the Board not counting the Director whose removal is being considered, although that individual has the right to vote on the matter) at any regular meeting or special meeting of the Board called for that purpose, provided that due notice of the proposed action is given to the full membership of the Board.

SECTION 7. EFFECT OF TERMINATION OR SUSPENSION

The rights of any person as a Director including the right to vote, shall cease immediately upon termination or upon employee or student disciplinary suspension for the period of suspension.

SECTION 8. VACANCIES

Vacancies on the Board shall be filled as follows:

- Administration and Independent Director vacancies shall be filled by the College President.

years prior to the individual's appointment to the governing board, exceeds the lesser of \$25,000 or 2% of such entity's consolidated gross revenues. For purposes of this definition, "payment" does not include charitable contributions.

- Faculty Director vacancies shall be filled by the College President with a faculty alternate, and if there is no alternate, from a list of nominees submitted by the Academic Senate that is twice the size of the number of vacancies to be filled.
- Student Director vacancies shall be filled by the Student Association President from among the student alternates, and if there are no alternates, from the Student Association members elected by the student body.

However, if a vacancy remains unfilled for three months after it occurs, and by reason of the absence, illness, or other inability of one or more of the remaining Directors a quorum of the Board cannot be obtained, a majority of the remaining Directors may appoint a Director from the relevant constituent group to fill the vacancy. A Director elected or appointed to fill a vacancy will hold office until his or her successor is elected or appointed and qualified.

SECTION 9. COMPENSATION

No Director shall receive any compensation from the Association for services performed in his/her official capacity, but Directors may be reimbursed for reasonable expenses incurred in the performance of official duties. This Section does not preclude any Director from serving the Association in any other capacity or from receiving compensation for services in such other capacity, including reimbursement for his or her related expenses.

ARTICLE III - MEETINGS OF THE BOARD OF DIRECTORS

SECTION 1. TIME AND PLACE

Meetings of the Board may be held at such times and places as the Board shall determine.

SECTION 2. ANNUAL MEETING

The annual meeting of the Board shall be held no later than the third Thursday of October of each year, for the presentation by the President and Treasurer of the Association of the annual financial report of the Association for the prior year and for the transaction of such business as may properly come before such meeting. Written notice of such meeting shall be sent by mail or electronic communication to each person who, at the time such notice is given, is entitled to vote as a Director at such meeting. Said notice shall be sent at least ten (10) calendar days prior to the scheduled meeting. It shall be directed to each Director at the address as it appears on the records of the Association. Such notice shall state the place, date and time of the meeting.

SECTION 3. REGULAR MEETINGS

The Board shall hold a minimum of one regular meeting each College semester. The time and place for holding regular meetings of the Board shall be fixed by the Board. Written notice of such meeting shall be sent by mail or electronic communication to each person who, at the time such notice is given, is entitled to vote as a Director at such meeting. Said notice shall be sent at least ten (10) calendar days prior to the scheduled meeting. It shall be directed to each Director at the address as it appears on the records of the Association. Such notices shall state the place, date, and time of the meeting.

SECTION 4. SPECIAL MEETINGS

A special meeting may be called at any time by the President of the Association. A special meeting may also be called by any Director upon written demand of not less one-fifth of the entire Board. Special meetings of the Board shall be held upon at least twenty-four (24) hour notice to all Directors. Said notice shall be given personally or by electronic communication device.

SECTION 5. WAIVER

No notice of the time, place or purpose of any meeting of the Board need be given to any Director who submits to the President or Secretary of the Association a signed waiver of notice, either before or after the meeting, or who attends the meeting without protesting, prior to or at its commencement, the lack of notice to the Director. Such waiver of notice may be written or electronic.

SECTION 6. QUORUM AND VOTE

- (a) At each meeting of the Board, the presence of seven (7) Directors, including at least one student Director, shall constitute a quorum for the transaction of any business.
- (b) Unless otherwise specified in these Bylaws or by law, a majority vote of the Directors present at the time of the vote, if a quorum is present, will be the act of the Board of Directors.
- (c) Each regular Director, including the President of the Association, shall be entitled to one vote. Each alternate may attend meetings of the Board, and shall be entitled to vote on such matters that come before the Board to the extent that the alternate is substituting for an absent member of the same constituency.
- (d) Directors shall vote in person and not by proxy.
- (e) Any one or more Directors may participate in a meeting by means of electronic video screen communication or similar communications equipment allowing all persons participating in the meeting to see and hear each other at the same time. Participation by such means shall constitute presence in person at a meeting as long as each Director can participate in all matters before the Board, including, without limitation, the ability to propose, object to, and vote upon a specific action to be taken by the Board.

SECTION 7. ADJOURNMENT

Any meeting of the Board may be adjourned by a majority vote of the Directors present at the meeting. If a quorum is not present, a majority of the Directors present may adjourn the meeting to another place and time.

SECTION 8. CONFLICT OF INTEREST

As further set forth in the Association's conflict of interest policy, each Director shall disclose to the Board the material facts as to his or her interest in any contract or transaction, including any directorships or offices held or financial interest, prior to any action by the Board regarding that contract or transaction. A Director that is interested in a contract or transaction may be counted in determining the presence of a quorum at a meeting of the Board to authorize the contract or transaction if this disclosure is made, provided, however, that the Director's vote may not be counted when determining whether a sufficient number of Directors has approved the contract or transaction.

SECTION 9. ORDER WITHIN MEETINGS

Meetings of the Board of Directors of the Association shall be governed by *Robert's Rules of Order*, most current edition, except that if there is any conflict between those rules and these Bylaws, these Bylaws shall take precedence.

ARTICLE IV - OFFICERS OF THE ASSOCIATION

SECTION 1. NUMBER

The officers of the Association shall be a President, a Vice President, a Treasurer, and a Secretary, and such other officers as the Board may from time-to-time determine.

SECTION 2. PRESIDENT

The President of the College, or designee, shall be the President of the Association and chairperson of the Board. The President of the Association shall be the chief executive officer of the Association and shall preside at all meetings of the Board and the Executive Committee. The President shall be responsible for the general supervision and control of the affairs of the Association and shall ensure that all policies, orders and resolutions of the Board are implemented. The President shall sign and execute, in the name and on behalf of the Association all documents as required to be executed by the Association and shall perform such other duties as requested by the Board or as are generally incidental to the office.

SECTION 2. VICE PRESIDENT

The Board shall elect one of its members as Vice President of the Association. The Vice President shall perform the duties of the office of the President in case of a vacancy in the position of President, or in the absence or inability to act of the President. The Vice President shall perform such other duties as assigned by the President or the Board.

SECTION 3. SECRETARY

The Board shall elect one of its members as Secretary of the Association. The Secretary shall attend and keep the minutes of the meetings of the Board, shall keep the seal of the Association (if any) and the official records of the Association, and shall, when necessary, attest to the official acts of the President, Board, and the Association. Whenever a person is elected or appointed to the Board, the Secretary shall immediately notify such person in writing of such election or appointment. The Secretary shall be responsible for ensuring communication of all official acts of the Association and the Board to all concerned, shall cause to be sent out notices and minutes of all meetings, and shall perform such other duties as requested by the President or Board.

SECTION 4. TREASURER

The Treasurer shall be one of the administrators on the Board and shall be appointed by the College President. The Treasurer shall be the chief financial officer of the Association and shall have charge and custody of, and be responsible for, all the funds of the Association and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all moneys and other valuable effects in the name of and to the credit of the Association in such banks or other depositories as are designated by the Board. The Treasurer shall disburse the funds of the Association as ordered by the Board, taking proper vouchers for the disbursements,

and shall render to the President and Directors at the regular meetings of the Board whenever they may require it, a statement of all transactions as chief financial officer and an account of the financial condition of the Association. The Treasurer shall perform all other duties incident to the office of Treasurer and such other duties as assigned by the Board or the President.

SECTION 5. TERM OF OFFICE

Each officer of the Board shall serve for a term of one year and shall continue in office, if otherwise qualified, until his or her successor has been duly elected and qualified. All elected officers shall be elected at the first meeting of the Board in June.

SECTION 6. COMPENSATION

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

SECTION 7. VACANCIES

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

ARTICLE V - COMMITTEES

SECTION 1. COMMITTEES OF THE BOARD

The Board may, as set forth in these Bylaws or by resolution or resolutions adopted by a majority of the entire Board, establish such committees (including their term, duties and powers) as it shall deem necessary and advisable, each consisting of three or more Directors and each of which, to the extent provided in the resolution, shall have the authority of the Board, except that no committee shall have authority as to following matters: (a) any action related to the Certificate of Incorporation, (b) any amendments to, or repeal of, these Bylaws, (c) the filling of vacancies in the Board or in any committee, (d) the fixing of compensation of Directors for serving on the Board or on any committee, (e) the amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable or (f) any action otherwise prohibited by law. Each committee of the Board shall keep minutes and report on these proceedings to the Board at or before the next scheduled Board meeting. The committees of the Board shall include the following:

(a) Executive Committee. The Board shall have an Executive Committee consisting of the officers of the Association, and such additional Directors, elected by the Board, to comprise a committee which has one fewer student than the number of faculty and administrators. The President of the Association shall serve as Chair of the Executive Committee. The committee, when College classes are not in session and in emergency situations, shall have and may exercise all powers of the Board except as otherwise provided in this Section 1.

(b) Audit Committee. The Board shall have an Audit Committee, which shall consist of the two Independent Directors and one student Director elected by the Board, who also meets the definition of Independent Director. The Audit Committee shall oversee the accounting and financial reporting processes of the Association and the audit of the

Association's financial statements. The Audit Committee's responsibilities shall include the following:

- annually select or renew the selection of an independent auditor to conduct an audit, subject to the approval of The City University of New York;
- review with the independent auditor the scope and planning of the audit prior to the audit's commencement;
- upon completion of the audit, review and discuss with the independent auditor: (A) any material risks and weaknesses in the internal controls identified by the auditors; (B) any restrictions on the scope of the auditor's activities or access to requested information; (C) any significant disagreements between the auditor and management; and (D) the adequacy of the Association's accounting and financial reporting processes;
- annually consider the performance and independence of the independent auditor;
- oversee the adoption, implementation of, and compliance with the Association's conflict of interest policy; and
- report on the committee's activities to the Board.

SECTION 2. COMMITTEES OF THE ASSOCIATION

The Board may establish such other committees as it deems necessary and advisable. These committees shall be committees of the Association, not of the Board, and shall have only the powers specifically delegated to them by the Board and shall have no authority to bind the Board. The committees of the Association shall include the following:

(a) Budget Committee

(i) Duties. The Budget Committee is the allocating body of the Association for all student activity fee funds except where a component of the student activity fee is earmarked by CUNY to be allocated by a body other than the Association. A budget adopted by another allocating body is subject to review by the Board for conformance with the expenditure categories set forth in the CUNY Board of Trustees' Bylaws (Section 16.2), and the Board shall disapprove any allocation or expenditure it finds does not so conform, or is inappropriate, improper or inequitable. The provisions of this paragraph do not apply to the Student Union fee which is administered by the Queens College Student Services Corporation.

(ii) Composition. The Budget Committee shall be composed of five (5) members of the Board, elected by the Board, as follows:

President and Vice President of Student Association
The non-traditional chair of the Student Senate
Two (2) faculty/administrators

(iii) Chair. The Chair of the Budget committee shall be elected by the committee from among the Committee members.

(b) Equipment Committee

(i) Duties. The Equipment Committee shall be responsible for advising the Board on all purchases by the Association and its funded student organizations involving equipment valued in excess of \$100.00.

Board of Trustees Minutes of Proceedings, May 2, 2016

(ii) Composition. The Equipment Committee shall be composed of five (5) members of the College community, at least one of which must be a member of the Board, and who are elected by the Board as follows:
Three (3) students representing the Student Association

Two (2) faculty/ administrators

(iii) Chair. The Chair of the Equipment Committee shall be elected by the committee from among those members of the committee who are also Directors.

SECTION 3. COMMITTEE OPERATING PROCEDURES

Each committee shall meet upon call of its chair or of any two (2) of its members upon such notice given to its members as is provided in these Bylaws for the giving of notice to Directors for meetings of the Board or upon such other notice, if any, as the committee may determine. Unless otherwise provided in these Bylaws, a majority of members of a committee shall be present to constitute a quorum. The chair of each committee shall be appointed by its members unless appointed by the Board, the President of the Association, or as otherwise set forth in these Bylaws. Acts and decisions of the committees shall be by majority vote of those present at the time of the vote, if a quorum is present at such time. The committees shall keep regular minutes of their proceedings and make the same available to the Board upon request.

SECTION 4. TERM OF OFFICE

The term of office for committee members shall be for one year, June 1 through May 31.

SECTION 5. VACANCIES

The Board shall fill any vacancies in committee membership that may occur from the constituency in which the vacancy occurred.

ARTICLE VI - BOOKS AND RECORDS; FINANCIAL MATTERS**SECTION 1. BOOKS**

The Association shall keep complete books of all the business transactions of the Association and minutes of the proceedings of its Board and committees, as well as copies of its Certificate of Incorporation, these Bylaws, any and all annual financial statements of the Association, and any quarterly income statements or balance sheets of the Association prepared by it.

SECTION 2. FISCAL YEAR

The fiscal year of the Association shall be July 1 through June 30.

SECTION 3. OWNERSHIP OF ASSETS

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

SECTION 4. BANK ACCOUNTS; DEPOSITS

All funds of the Association shall be deposited in an account or accounts in the name of the Association in a bank or banks designated by the Board and shall be used solely to pay the proper expenses of the Association.

SECTION 5. SIGNATURES

All checks, drafts, notes, orders for the payment of money, withdrawals, and evidences of indebtedness of the Association shall be signed by such officer or officers or agent or agents of the Association and in such manner as the Board from time to time may determine by resolution. In the absence of such determinations by the Board, such instruments be signed by the Treasurer, the President or such other authorized signatories who shall be designated by the Board at the beginning of each academic year of the College, except that instruments regarding amounts over \$2,500 must be signed by two authorized signatories, one of whom shall be either the President or the Treasurer.

SECTION 6 - CONTRACTS

No contract may be entered into on behalf of the Association unless and except as authorized by the Board. The President of the Association, or his or her designee from among the other Directors, is authorized to sign contracts on the Association's behalf.

SECTION 7 – INVESTMENTS

Any funds or other assets of the Association that, in the judgment of the Board of Directors, shall not immediately be required to effect the purposes of the Association, may be invested, reinvested, and administered by the Board in such investments as in the judgment of the Board are sound and proper. The Treasurer shall have the authority to invest and reinvest such funds in Bank Certificates of Deposit, Bank Savings Accounts, U.S. Treasury Notes and Certificates, or the CUNY Investment Pool, without further action of the Directors.

SECTION 8. FINANCIAL RECORDS AND ACCOUNTS

The Association's financial records and accounts shall be kept in a form consistent with generally accepted accounting principles.

SECTION 9. EXAMINATION AND AUDITS

All books, records, and accounts of the Association shall be subject to examination and audit by the Comptroller of the State of New York, the Central Office of CUNY, the Treasurer of the Association, the Board, and the College. The Association's financial records and accounts shall be audited annually, and at such other times as directed by the Board, by an independent certified public accountant or firm designated by the Audit Committee.

ARTICLE VII - GOVERNANCE

The Association shall operate consistent with the bylaws, policies and regulations of The City University of New York and any policies, regulations and orders of the College. Nothing contained in these Bylaws shall be construed as diminishing the rights, duties

and intentions as defined in Article XVI of the Bylaws of the Board of Trustees of The City University of New York.

ARTICLE VIII - AMENDMENTS

The Certificate of Incorporation and Bylaws of the Association may be amended, altered or repealed in whole or in part, by the affirmative vote of at least nine (9) Directors at any regular or special meeting of the Board, provided that written notice of the substance of the amendment is given with notice of the meeting, to all Directors, in accordance with the notice provisions set forth in Article III, Section 3 of these Bylaws. Any proposed amendment to the Certificate of Incorporation or Bylaws of the Association is subject to the approval of the Board of Trustees of The City University of New York.

ARTICLE IX - INSURANCE AND INDEMNIFICATION

SECTION 1. INSURANCE

The Association will purchase appropriate insurance for the protection of the Directors, officers and employees of the Association.

SECTION 2. INDEMNIFICATION

The Association shall, to the full extent authorized by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she was a director, officer, employee, or agent of the Association. The Association shall also indemnify to the full extent permitted by law any officer, director or employee serving any other corporation, partnership, joint venture, trust, employee benefit, or other enterprise in any capacity at the request of the Association.

ARTICLE X - DISSOLUTION

In event of dissolution of the Association, all of the remaining assets and property of the Association, after deduction of necessary expenses, shall be distributed, as determined by the Board of Directors and approved by order of a Justice of the Supreme Court of the State of New York, to CUNY for the use and benefit of the College or any successor thereof, or to an organization which supports the College or any successor thereof and which satisfies Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Approved by the Board of the Association on March 15, 2016.

Approved by the CUNY Board of Trustees on _____, Cal. No. ____.

NO. 7. EXECUTIVE COMMITTEE: Notice of Actions Taken (April 4, 2016), for informational purposes:

A. THE CITY UNIVERSITY OF NEW YORK - APPROVAL OF START-UP NY PARTICIPATING BUSINESS THROUGH MEDGAR EVERS COLLEGE:

RESOLVED, That the Executive Committee of the Board of Trustees of The City University of New York approve the selection of EnerKnol, Inc. ("EnerKnol") to participate in the Start-Up NY program (the "Program") through Medgar Evers College. The President of Medgar Evers College and the General Counsel are each authorized to execute and submit all documents that are necessary or useful to effectuate EnerKnol's participation in the Program. EnerKnol's participation in the Program shall be

subject to all University and New York State requirements. All Program documents to be executed for the University shall be subject to approval as to form by the University Office of General Counsel.

EXPLANATION: The Program authorizes the creation of tax-free zones on eligible university campuses in New York State for new and expanding businesses. Under New York State law five CUNY campuses, including Medgar Evers College, have been designated by the Board to participate in the Program. CUNY campuses other than the five designated by the Board may apply to host tax-free zones in competition with other universities.

Tax-free zones may be located within eligible College campuses, affiliated business incubators, and certain off-campus space affiliated with participating Colleges. Businesses locating within these tax-free zones will be generally exempt from State taxes, and the income paid to new employees of such businesses will be fully or partially exempt from State and local income taxes, for a period of ten years. In order to participate in the Program, businesses must be either a start-up or a high-tech business, must create new jobs, must not compete with any existing business within the immediate community but outside the tax-free zone, must be aligned with or further the academic mission of the host campus, and must provide positive community and economic benefits. Businesses applying to participate in the Program are subject to approval by CUNY and the NYS Commissioner of Economic Development.

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

B. THE CITY UNIVERSITY OF NEW YORK - APPROVAL OF START-UP NY PARTICIPATING BUSINESS THROUGH MEDGAR EVERS COLLEGE:

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

EXPLANATION: The Program authorizes the creation of tax-free zones on eligible university campuses in New York State for new and expanding businesses. Under New York State law five CUNY campuses, including Medgar Evers College, have been designated by the Board to participate in the Program. CUNY campuses other than the five designated by the Board may apply to host tax-free zones in competition with other universities.

Tax-free zones may be located within eligible College campuses, affiliated business incubators, and certain off-campus space affiliated with participating Colleges. Businesses locating within these tax-free zones will be generally exempt from State taxes, and the income paid to new employees of such businesses will be fully or partially exempt from State and local income taxes, for a period of ten years. In order to participate in the Program, businesses must be either a start-up or a high-tech business, must create new jobs, must not compete with any existing business within the immediate community but outside the tax-free zone, must be aligned with or further the academic mission of the host campus, and must provide positive community and economic benefits. Businesses applying to participate in the Program are subject to approval by CUNY and the NYS Commissioner of Economic Development.

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

NO. 8. [ADDED ITEM] SALK SCHOLARSHIPS: RESOLVED, That the Board of Trustees approve the award of the Jonas E. Salk Scholarships to the following graduates who have been recommended by the Chancellor:

WITH STIPEND

Alex Bonilla	Macaulay Honors College at City College
Danielle Cohen	Macaulay Honors College at Queens College
Min Gyu Noh	City College
Allen Ko	Baruch College
Muhddesa Lakhana	City College
Christos Mouzakitis	Queens College
Joy Patel	City College
Jennifer Zagelbaum	Macaulay Honors College at Hunter College

Upon motion duly made, seconded and carried, the public meeting was adjourned to go into Executive Session at 5:47 P.M.

SECRETARY AND SENIOR VICE CHANCELLOR JAY HERSHENSON

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

HELD

MAY 2, 2016

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

The Executive Session was called to order at 5:49 P.M.

There were present:

**Benno Schmidt, Chairperson
Philip A. Berry, Vice Chairperson**

**Valerie Lancaster Beal
Wellington Z. Chen
Una S. T-Clarke
Rita DiMartino
Freida D. Foster
Judah Gribetz**

**Hugo M. Morales
Brian D. Obergfell
Carol A. Robles-Roman
Barry F. Schwartz
Charles A. Shorter**

Joseph K. Awadje, ex officio

Terrence F. Martell, ex officio (non-voting)

**Frederick P. Schaffer, General Counsel and Senior Vice Chancellor for Legal Affairs
Jay Hershenson, Senior Vice Chancellor for University Relations and Secretary of the Board
Hourig Messerlian, Deputy to the Secretary**

**Chancellor James B. Milliken
EVC and University Provost Vita Rabinowitz
EVC and C.O.O. Allan H. Dobrin
Vice Chancellor Judith Bergtraum
Vice Chancellor Brian Cohen
Vice Chancellor Frank Sánchez
Vice Chancellor Matthew Sapienza**

**Vice Chancellor Pamela Silverblatt
Vice Chancellor Gillian Small
Vice Chancellor Gloriana Waters
Associate VC Andrea Shapiro Davis
Special Advisor Marc V. Shaw
Senior University Dean Robert Ptachik**

The absence of Trustee Jill O'Donnell-Tormey was excused.

The Board went into Executive Session to discuss personnel matters.

Upon motion duly made, seconded and carried, the Executive Session was adjourned at 6:05 P.M.

SECRETARY AND SENIOR VICE CHANCELLOR JAY HERSHENSON

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

HELD

MAY 2, 2016

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

The Public Session reconvened at 6:06 P.M.

There were present:

**Benno Schmidt, Chairperson
Philip A. Berry, Vice Chairperson**

**Valerie Lancaster Beal
Wellington Z. Chen
Una S. T-Clarke
Rita DiMartino
Freida D. Foster
Judah Gribetz**

**Hugo M. Morales
Brian D. Obergfell
Carol A. Robles-Roman
Barry F. Schwartz
Charles A. Shorter**

Joseph K. Awadje, ex officio

Terrence F. Martell, ex officio (non-voting)

**Frederick P. Schaffer, General Counsel and Senior Vice Chancellor for Legal Affairs
Jay Hershenson, Senior Vice Chancellor for University Relations and Secretary of the Board
Hourig Messerlian, Deputy to the Secretary**

**Chancellor James B. Milliken
EVC and University Provost Vita Rabinowitz
EVC and C.O.O. Allan H. Dobrin
Vice Chancellor Judith Bergtraum
Vice Chancellor Brian Cohen
Vice Chancellor Frank Sánchez
Vice Chancellor Matthew Sapienza**

**Vice Chancellor Pamela Silverblatt
Vice Chancellor Gillian Small
Vice Chancellor Gloriana Waters
Associate VC Andrea Shapiro Davis
Special Advisor Marc V. Shaw
Senior University Dean Robert Ptachik**

The absence of Trustee Jill O'Donnell-Tormey was excused.

Upon motions duly made, seconded and carried, the following resolution was adopted:
(Calendar No. 9)

NO. 9. BROOKLYN COLLEGE - APPOINTMENT OF PRESIDENT:

RESOLVED, That the Board of Trustees of The City University of New York approve the appointment of Michelle J. Anderson as the President of Brooklyn College, effective [August 1, 2016](#) at a compensation to be recommended by the Chancellor to the Board, subject to financial ability.

EXPLANATION: The Search Committee, Chaired by Trustee Barry F. Schwartz, at the conclusion of an extensive national search, recommended four finalists for the presidency of Brooklyn College. The Chancellor is recommending Michelle Anderson as President. Dean Anderson is presently the Dean and Professor of Law at the CUNY School of Law. Prior to her decade as Dean of CUNY School of Law, she was Professor of Law at Villanova University. She has also held positions as Visiting Professor of Law at Yale Law School, the University of Pittsburgh School of Law, and the Georgetown University Law Center, Institute for Public Representation. Dean Anderson earned a B.A. in Community Studies from the University of California, Santa Cruz, a J.D. from Yale Law School, and an LL.M. from Georgetown University Law Center. Dean Anderson's research is in the law of rape and sexual assault, where she is a leading scholar. She is an adviser to the American Law Institute's project to reform the Model Penal Code on sexual offenses and a consultant to its campus sexual misconduct project.

Trustee Schwartz noted that this appointment is personally gratifying to him, having been an admirer of **Chancellor Milliken's** choice.

Chairperson Schmidt stated that he supports this resolution as **Dean Michelle Anderson** has done a terrific job at the **CUNY School of Law**, and he has confidence in her ability to do a great job at **Brooklyn College**.

Trustee Clarke stated that she would like to welcome **Dean Anderson** to the borough called Brooklyn.

Statement of Dean Michelle Anderson:

Executive Vice Chancellor and Chief Operating Officer Allan Dobrin likes to remind me that when I was appointed as Dean of the **CUNY School of Law**, I was the biggest risk that the **Board of Trustees** ever took, and I know very much that the success that the School has collectively had is a result of a group effort. The support that each of you has shown the **CUNY School of Law**, and the tremendous support that each of you has for **Brooklyn College**, I am heartened by, and I look forward to the kind of support you have given me as Dean of the **CUNY School of Law** now as President of **Brooklyn College**. I want to thank, in particular, **Trustee Schwartz** who chaired the Search Committee, and **Una Clark, Rita DiMartino**, and **Charles Shorter** who served as members. **President Lisa Coico** was the presidential representative and a **Brooklyn College** alum; and **UFS Chair and Trustee Terrence Martell** and **President Russell Hotzler** sat through a dinner interview with me on a weeknight, not something that you would probably otherwise opt to do. I very much appreciate your time and attention to detail. I want to especially thank **Chairperson Schmidt** and **Chancellor Milliken** for the extraordinary support they have given me, as well as the entire Board. Many people in this room supported me behind the scenes, and many others supported me in this position in ways that I only hope to live up to their hopes and expectations for my success at **Brooklyn College**. The last person I want to thank is **President Gould**—although she is a petite person, she has very big shoes to fill at **Brooklyn College**. She has been an extraordinary colleague to me, and has had a huge positive impact on that institution over time. I am honored to be her successor. **Brooklyn College** is an extraordinary institution with a preeminent faculty and excellent educational program, and extraordinary, committed, engaged, and diverse students, and I am thrilled to be able to join them this summer. Thank you so much.

Upon motion duly made, seconded and carried, the reconvened public meeting was adjourned at 6:14 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.)