



**Minutes of the Meeting of the Board of Trustees
of The City University of New York
February 21, 2017**

The Board of Trustees of The City University of New York (CUNY) met on February 21, 2017 at Baruch College Vertical Campus, New York, New York, pursuant to a Notice sent by the Office of the Secretary of the Board on February 7, 2017.

Trustees Present: Chairperson William C. Thompson, Jr., Vice Chairperson Barry F. Schwartz, Una S. T-Clarke, Lorraine A. Cortés-Vázquez, Rita DiMartino, Fernando Ferrer, Judah Gribetz, Brian D. Oberfell, Jill O'Donnell-Tormey, Charles A. Shorter, Ken Sunshine, Sandra Wilkin, Chika Onyejiukwa, ex officio, and Katherine Conway, ex officio (non-voting).

Trustees Absent: Wellington Z. Chen, Mayra Linares-Garcia, and Robert F. Mujica, Jr.

Others present: Chancellor James B. Milliken, EVC and University Provost Vita Rabinowitz, SAC and Board Secretary Gayle M. Horwitz, Interim General Counsel and VC Jane Sovern, Senior Advisor Marc V. Shaw, SVC&CFO Matthew Sapienza, Vice Chancellor Judy Bergtraum, Vice Chancellor Brian Cohen, Vice Chancellor Pamela Silverblatt, Vice Chancellor Gloriana Waters, Interim Vice Chancellor Christopher Rosa, and Associate VC Andrea Shapiro Davis; President Michelle Anderson, Interim President Vincent Boudreau, President José L. Cruz, President Scott E. Evenbeck, President William J. Fritz, President David Gomez, President Russell K. Hotzler, President Thomas Isekenegebe, 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 Sarah Bartlett, Dean Mary Lu Bilek, Dean Ayman El-Mohandes, Dean Mary Pearl, University Dean John Mogulescu, and Research Foundation President Richard Rothbard.

CONVENING OF PUBLIC MEETING

Chairperson Thompson called the Public Meeting to order at 4:31 p.m. He stated that the Board will go into Executive Session, pursuant to Section 105, Article 7, of the Public Officers Law, after the conclusion of the Public meeting. The Board will reconvene in public session following Executive Session.

Chairperson Thompson announced that the Public Meeting is being transmitted live on cable Channel 75; it is also being webcast live at www.cuny.edu/livestream. The Public Meeting will be available as a podcast within 24 hours and can be accessed through the CUNY website.

CHAIRPERSON'S REPORT

Chairperson Thompson stated that the Board held its joint Brooklyn Borough Hearing and Public Hearing on the Board Calendar on Tuesday February 14, 2017. Trustee Una Clarke chaired the hearings. In attendance were Trustee Sandra Wilkin, University Faculty Senate (UFS) Chair and Trustee Kay Conway, members of the chancellor's office, and the Brooklyn College Presidents. Deputy Policy Director Jeff Lowell represented Brooklyn Borough President Eric Adams at the

hearings. A summary of the proceedings, including all testimony, was circulated to the Trustees and the Chancellor's Cabinet, and the transcript is available in the Office of the Secretary.

Chairperson Thompson stated that he would like to thank the Trustees, Presidents, members of the chancellor, students and faculty who attended the New York State Black, Puerto Rican, Hispanic and Asian Legislative Caucus held in Albany this past weekend. Trustees Clark, Rita DiMartino, Wilkin, and University Student Senate (USS) Chair and Trustee Chika Onyejiukwa represented the Board.

Chairperson Thompson stated that together with Chancellor James Milliken, he co-hosted the annual CUNY/Caucus Luncheon held on Saturday. Chancellor Milliken presented a CUNY Educational Award to One Hundred Black Men, Inc., which was accepted by Board of Directors member Michael Garner. Chairperson Thompson noted that he presented a CUNY Educational Award to the Campaign for Black Male Achievement, which was accepted by Paul Forbes, Director of the Expanded Success Initiative at the New York City Department of Education. USS Chair and Trustee Onyejiukwa presented the Fourth Annual Terrence D. Tolbert Public Service Internship Award to School of Professional Studies graduate student Candice Ramoutar who will intern in Senator Leroy Comrie's office. Congratulations to all of the awardees.

Chairperson Thompson stated he would also like to congratulate Chancellor Milliken who will be honored by One Hundred Black Men of New York at their 37th Annual Benefit Gala on Thursday, February 23rd.

COLLEGE AND FACULTY HONORS

Chairperson Thompson called on Trustee Fernando Ferrer, who announced the following:

1. John Jay College and Graduate Center Professor Amy Adamczyk received a 2017 Global Religion Research Initiative Award from the Center for the Study of Religion and Society at the University of Notre Dame.
2. Hunter College Associate Professor of English, Jeremy Matthew Glick, won the Caribbean Philosophical Association's 2017 Nicolas Guillen Outstanding Book Award for his work, "The Black Radical Tragic: Performance, Aesthetics, and the Unfinished Haitian Revolution".

STUDENT AND ALUMNI HONORS

Chairperson Thompson called on Trustee Clarke, who announced the following:

1. Hunter College Rita & Burton Goldberg M.F.A. alumna Lindsay Ferrentino will have her acclaimed play, "Ugly Lies the Bone," staged at the National Theatre, in the United Kingdom.
2. Based on personal data provided by its students who are veterans, City College was recognized by Victory Media as the nation's most military-friendly campus—among public institutions with more than 10,000 students.

GRANTS

Chairperson Thompson 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 January 30, 2017 Board meeting.

BROOKLYN COLLEGE

1. \$149,773 **MEMORIAL SLOAN-KETTERING CANCER CENTER** to Luis Quadri, for “Small-Molecule Antibiotics Targeting Siderophore Biosynthesis”

CITY COLLEGE

1. \$1,145,526 **NEW YORK CITY DEPARTMENT OF ENVIRONMENTAL PROTECTION** to John Fillos, for “Wastewater and Centrate Treatment Projects”
2. \$400,000 **NEW YORK STATE EDUCATION DEPARTMENT** to Millicent Roth, for “City College Academy for Professional Preparation”
3. \$390,094 **UNIVERSITY OF TEXAS AT AUSTIN** to Alexander Khanikaev, for “New Frontiers for Topologically-Protected Propagation of Light, Sound, Elastic and Mechanical Waves”
4. \$353,250 **NATIONAL EYE INSTITUTE** to Mark Emerson, for “Transcriptional Regulation of Cone Photoreceptor Genesis”
5. \$271,272 **NATIONAL INSTITUTE OF HEALTH** to Themis Lazaridis, for “Mechanism of Membrane Pore Formation by Antimicrobial Peptides”
6. \$199,613 **NATIONAL SCIENCE FOUNDATION** to Themis Lazaridis, for “Modeling Protein-Membrane Interactions”
7. \$132,000 **SANDIA NATIONAL LABORATORIES** to Sanjoy Banerjee, for “Stable Zinc Anodes for High-Energy-Density Rechargeable Aqueous Batteries”
8. \$125,000 **NATIONAL ADVANCED MOBILITY CONSORTIUM, INC** to Feridun Delale, for “Characterization of Adhesive Materials Under Very-High Strain-Rate Loading”

GRADUATE SCHOOL AND UNIVERSITY CENTER

1. \$145,000 **MANPOWER DEMONSTRATION RESEARCH CORPORATION (MDRC)** to Lesley Hirsch, for “My Goals Demonstration Project”

CUNY SCHOOL OF PROFESSIONAL STUDIES

1. \$8,331,585 **NYC ADMINISTRATION FOR CHILDREN'S SERVICES** to John Mogulescu, for “ACS Workforce Institute: Learning opportunities for frontline children and family services staff to ensure that they have the learning, coaching, and support needed to provide high-quality services to the children and families they serve”
2. \$3,197,339 **NYC HUMAN RESOURCES ADMINISTRATION** to John Mogulescu, for “Office of Child Support Enforcement – CUNY Training Program: Highly customized courses and documentation that support the agency’s 800+ employees, equipping them with knowledge and skills needed to carry out complex processes effectively
3. \$2,481,479 **NYC DEPARTMENT OF CITYWIDE ADMINISTRATIVE SERVICES** to John Mogulescu, for “Energy Management Program: A program to support the city’s efforts to reduce energy consumption - includes the delivery of online and classroom courses for building operators, trades-specific training courses, and the management of the City’s Energy Management Institute”
4. \$1,638,512 **NYS OFFICE OF CHILDREN AND FAMILY SERVICES** to John Mogulescu, for Children and Families Distance Education and Training Management Systems: Administration of a learning management system, media production, and training systems that serve thousands of state and local district employees in the children and families service field”
5. \$1,632,990 **NYC ADMINISTRATION FOR CHILDREN'S SERVICES** to John Mogulescu, for “Partnership with the agency for the design, development and hosting of a broad range of professional development courses for front line, supervisory and managerial-level employees working in the city's Child Welfare and Juvenile Justice sector”
6. \$673,598.50 **NYC HOUSING RECOVERY OPERATIONS** to John Mogulescu, for “A project to assist New York City’s Build It Back program in resolving issues and developing its staff expertise to better serve homeowners affected by Hurricane Sandy”
7. \$574,840 **NYS OFFICE OF CHILDREN AND FAMILY SERVICES** to John Mogulescu, for Information Technology Auxiliary Staff: Informal training and support for information technology user communities—staff who provide financial assistance and support to low-income residents of New York State”
8. \$249,911 **NYC OFFICE OF EMERGENCY MANAGEMENT** to John Mogulescu, for “Coastal Storm Plan Training Program: A suite of online and classroom

courses designed to prepare thousands of New York City staff to operate emergency shelters when the region is affected by major storms”

9. \$180,000 **NYC CENTER FOR ECONOMIC OPPORTUNITY/HRA** to John Mogulescu, for “Program Management Forum: An intensive leadership development course designed for program managers in nonprofit organizations piloting innovative, anti-poverty strategies for low-income New Yorkers”

HUNTER COLLEGE

1. \$970,000 **NEW YORK CITY COUNCIL** to Edwin Melendez, for Puerto Rican Studies Institute
2. \$850,341 **PHS/NIH/NATIONAL INSTITUTE OF MENTAL HEALTH** to Sarit Golub, for “Preparing for Implementation of Sustained Release Antivirals for HIV Prevention”
3. \$500,000 **NEW YORK CITY DEPARTMENT OF PROBATION** to Harriet Goodman, for “Models of Probation Project”
4. \$325,000 **INSTITUTE FOR INTERNATIONAL EDUCATION** to Der-lin Chao, for “A Domestic Chinese Language Program under the Language Flagship, An Initiative of the National Security Education Program”
5. \$250,000 **BREAST CANCER RESEARCH FOUNDATION** to Jill Bargonetti, for “Estrogen Driven Mdm2 Signaling and Mutant p53 Signaling in Breast Cancer”
6. \$249,945 **ROBERT WOOD JOHNSON FOUNDATION** to Theresa Montini and Lorie Goshin, for “Considering a United Kingdom Innovative Models of Social Support for Older Adults Returning to Communities”
7. \$231,437 **INSTITUTE FOR INTERNATIONAL EDUCATION** to Der-lin Chao, for “The Language Flagship: Student Scholarships”
8. \$179,877 **INSTITUTE FOR INTERNATIONAL EDUCATION** to Der-lin Chao, for “K-12 Blended Learning Pilot Program”
9. \$125,900 **NEW YORK CITY DEPARTMENT OF HOMELESS SERVICES** to Mary Cavanaugh, and Julia Lathrop, for “Plant-Capture Method for Hope (Homeless Outreach Population Estimate) for 2017”
10. \$106,095 **NEW YORK STATE EDUCATION DEPARTMENT** to Sherryl Graves, for “Teacher Opportunity Corps”

11. \$100,000 **LOAN PROGRAM/ROBIN HOOD FOUNDATION** to Roger Sherwood, for “Project for Return & Opportunities in Veterans Education (P.R.O.V.E.)”

JOHN JAY COLLEGE OF CRIMINAL JUSTICE

1. \$709,000 **THE PINKERTON FOUNDATION** to Ann Jacobs, for “Pinkerton Fellowship Initiative”
2. \$699,629 **NATIONAL INSTITUTE OF JUSTICE** to Joshua Freilich, for “Understanding the Causes of School Violence Using Open Source Data”
3. \$445,387 **NATIONAL INSTITUTES OF HEALTH** to Artem Domashevskiy, for “Development of a Novel Inhibitor of Ricin: A Potential Therapeutic Lead against Deadly Shiga and Related Toxins”
4. \$149,700 **FOUNDATION TO PROMOTE OPEN SOCIETY** to Phillip Atiba Goff and Franklin A. Thomas, for “Baltimore Justice Survey: Popular legitimacy and 21st century policing”
5. \$100,000 **THE PINKERTON FOUNDATION** to Ann Jacobs, for “College Initiative Mentoring Program”

KINGSBOROUGH COMMUNITY COLLEGE

1. \$540,920 **HECKSCHER FOUNDATION FOR CHILDREN** to Joanne Russell, for “Strategic Partnerships for Achievement and Retention at Kingsborough”

LAGUARDIA COMMUNITY COLLEGE

1. \$4,049,931 **USED/OFFICE OF POST-SECONDARY EDUCATION** to Bret Eynon, for “Stem Connect: Building a Guided Pathway to STEM Success”
2. \$300,000 **DOD/OFFICE OF THE SECRETARY OF DEFENSE** to Edgard Hernandez, for “Procurement Technical Assistance”
3. \$250,000 **PFOUND/METLIFE FOUNDATION** to Amy Dalsimer, for “Pre-College Student Financial Health Early Alert Initiative”
4. \$167,584 **USED/OFFICE OF POST-SECONDARY EDUCATION** to Howard Wach for “Learning for a Connected World: Strengthening International Studies at LaGuardia Community College”
5. \$100,000 **NEH/THE DIVISION OF EDUCATION** to Naomi Stubbs, for “Meanings of War: It’s Technologies & Aftermaths”

QUEENS COLLEGE

1. \$529,583 **UNITED STATES DEPARTMENT OF ENERGY** to Steven Markowitz, for “Former Worker Surveillance Program from February 1, 2016 through January 31, 2017”
2. \$220,000 **NEW YORK COMMUNITY BANK** to Bonne August, for “Kupferberg Presents Performance Series for the 2016-2017 Season”
3. \$128,777 **UNITED STATES DEPARTMENT OF ENERGY** to Seogjoo Jang, for “Molecular Level Characterization of Quantum Design Principles for Efficient and Robust Exciton and Charge Migration”

COLLEGE OF STATEN ISLAND

1. \$947,004 **NEW YORK STATE DEPARTMENT OF HEALTH** to Jay Rosen, for “The New York State Spinal Cord Injury Research Program RFA, “Part and Idea in Spinal Cord Research (Round 1)”
2. \$242,500 **NEW YORK STATE DEPARTMENT OF HEALTH** to Maria Knikou and Zaghoul Ahmed, for “Institutional Support for Spinal Cord Injury (Round 6)”

CHANCELLOR’S REPORT

Chancellor Milliken opened up his report by stating that Chairperson Thompson and he were also joined, in addition to a number of Trustees, by a number of Presidents who traveled to Albany to be part of the CUNY/Caucus weekend, and many of the students who were there provided much of the energy in the room.

Everybody who participated went away with a sense that there was an incredible amount of energy and goodwill in that room among the several hundred people. The reason for it is that despite the challenges that the University may be facing, whether it is in this country, state, or city, CUNY matters, and the elected officials care about the mission of this University and what it delivers for New York. All who attended went away encouraged by the messages that came from Speaker Heastie, the state and city comptrollers, the Mayor, the Public Advocate, and others who wanted to be a part of that event.

The reason that they feel so good about CUNY, as so many others do across the state, is because of what CUNY delivers. It provides what New Yorkers and everybody want, which is the opportunity to learn, grow, and contribute to their communities. CUNY, in a way, unlike any other institution in the country, opens those doors of opportunity for more low income students, immigrants and underrepresented students.

The evidence for CUNY's effectiveness in delivering for the people of New York was writ large by this impressive new study about the movement of students from the lowest rung of the

economic ladder to the middle class and beyond. Of the top ten universities in the country that moved students from the lowest quintile of wealth to the middle class and above, CUNY institutions were six of the top ten. As mentioned before, the University propelled six times the number of students to the middle class and beyond as the Ivy League schools plus Massachusetts Institute of Technology (MIT), University of Chicago, Duke University, and Stanford University combined. This is a great testament to the work that CUNY does.

As CUNY moves forward to build on that success I am heartened by the proposed budget announced by Governor Andrew Cuomo that focused in a way that most state budgets do not today on higher education. The cornerstone of that budget being the Excelsior Free Tuition Plan, which will encourage more students to attend college.

Also, the Predictable Tuition Plan in Governor Cuomo's budget, which is an important step for helping CUNY meet its obligations and be able to continue to serve its students in New York; and the University will get a significant boost to maintaining its aging buildings under the proposed capital plan in the Executive budget. So a successful budget which we all hope we will receive in April is critical to CUNY's goal of offering students access, quality, and opportunity.

Lastly, thank you Chairperson Thompson for co-hosting the CUNY/Caucus luncheon for the first time this past weekend.

Chairperson Thompson stated that the luncheon is a huge staple of the CUNY/Caucus weekend. It is something that the elected officials, whether they are members of the Caucus or just across the board, attend, which is really impressive.

CHANCELLOR'S UNIVERSITY REPORT: Chairperson Thompson called for a motion to accept the Chancellor's University Report for February 21, 2017, which was seconded by Trustee Charles Shorter. He asked if there were any amendments. Upon hearing none, the following resolution was unanimously adopted by the Board:

1. Chancellor's University Report:

RESOLVED, That the Chancellor's University Report for February 21, 2017 (including Addendum and Errata Items) be approved.

Statement of UFS Chair and Trustee Kay Conway

It struck me while reading through the Chancellor's University Report that one, the painters at CUNY receive a salary of \$76,000 a year, so I want the Board to keep that in mind the next time faculty salaries are discussed. The second thing I noticed was that the retirement incentive had very low numbers which may not be typical of the whole year but at least in this particular report; and, I am wondering if the Board should at some point also have discussions about other plans because it does not look like large numbers of faculty are taking that up.

Chairperson Thompson stated that the Board can definitely talk about these matters in the future.

APPROVAL OF MINUTES: Chairperson Thompson called for a motion to accept the minutes of the regular Board meeting of January 30, 2017, which was seconded by Trustee Lorraine Cortés-Vázquez. He asked if there were any amendments. Upon hearing none, the following resolution was unanimously adopted by the Board:

2. Approval of Minutes:

RESOLVED, That the minutes of the regular Board meeting of January 30, 2017 be approved.

3. COMMITTEE ON FISCAL AFFAIRS:

Vice Chairperson Barry Schwartz reported that the Committee on Fiscal Affairs (CFA) met on February 6, 2017. After approval of the minutes of the January 9, 2017 meeting, the Committee addressed the policy items on the agenda, and approved the following resolutions.

Moved by Committee Chair Schwartz and seconded by Trustee Clarke, the following resolution was unanimously adopted:

A. John Jay College - Procurement for NYC Justice Corps Program:

RESOLVED, That the Board of Trustees authorizes the General Counsel to renew four existing contracts on behalf of John Jay College of Criminal Justice to provide services for the NYC Justice Corps. These contracts were initially authorized by the Board in Calendar Number 3.A on April 30, 2012, and renewal contracts for additional terms ending on June 30, 2016 were subsequently authorized by the Board in Calendar Number 3.C. on September 29, 2014. An additional renewal term for one year was authorized by the Board in Calendar Number 3.E. on March 21, 2016. The additional renewal term authorized hereby shall be one year (to June 30, 2018), with the option to renew for another one-year term (to June 30, 2019) or portion thereof, based on the availability of funding. Such purchase shall not exceed a total estimated cost of \$2,600,000 during the fiscal year ending June 30, 2018, using funds allocated by the City of New York for this purpose. The contract shall be subject to approval by the University Office of General Counsel.

EXPLANATION: John Jay College of Criminal Justice will use these funds for the continued operation of the NYC Justice Corps in targeted New York City communities with high rates of poverty and young adult involvement in the criminal justice system. The NYC Justice Corps is a collaborative initiative that The City University of

New York is engaging in with the New York City Center for Economic Opportunity (NYC CEO) as a demonstration project to reduce poverty and reduce recidivism among youth ages 18 to 24 by setting them on the path toward higher levels of education, dignified work, and meaningful participation in civic life. The initiative also seeks to enhance the capacity of New York City neighborhoods most affected by justice system involvement to support the successful reentry and reintegration of their own young people into the life of the community and the labor market of New York City.

NYC CEO requests that John Jay College renew the NYC Justice Corps contracts in order to have time to conduct a program evaluation to aid the City in determining whether to provide future funding for the program. If the City elects to continue funding the program, then the option to renew contracts for Fiscal Year 2019 (July 1, 2018 through June 30, 2019) will make it possible to continue program operations and serve existing participants appropriately while a new RFP and competitive bidding process takes place.

Moved by Committee Chair Schwartz and seconded by Trustee Clarke, the following resolution was presented and opened for discussion:

B. The City University of New York - Revised Procurement Policy and Procedures:

RESOLVED, That the Board of Trustees of The City University of New York adopt the attached Procurement Policy for the University, effective February 22, 2017.

EXPLANATION: This Policy sets forth guidelines applicable to the procurement of commodities and services by the University and updates and replaces the University's existing Purchasing Policy Manual that was last approved by the Board on October 23, 1995. This Policy reflects changes in law and practice since that time. Although this Policy replaces the University's Purchasing Policy Manual, other administrative procedures and guidance issued by University management that are consistent with this Policy will remain in place. It is anticipated that the General Counsel and the Senior Vice Chancellor and Chief Financial Officer will issue procedures and guidance as may be necessary or useful to implement this Policy.

This Policy applies to procurements of University commodities and services, including all senior and community colleges and the Central Office. Funds covered by this Policy include: those appropriated by the State of New York or the City of New York; student tuition and fees; and funds held by the State Treasury in income fund reimbursable accounts, such as technology fees. This Policy does not apply to procurements by The Research Foundation of the City University of New York, The City University Construction Fund, college associations, auxiliary enterprise corporations, college foundations or other separately incorporated affiliated entities except as described in any policies, guidelines, or procedures issued by the University, including any financial management guidelines; however, this Policy does apply to contracts funded by any of these organizations but

entered into by the University. Separate financial management guidelines, which will include procurement, are being updated for college associations, auxiliary enterprises, and college foundations.

This Policy may be updated by the General Counsel and the Senior Vice Chancellor and Chief Financial Officer, subject to the Board of Trustees' ratification, in order to implement changes in law, regulations, and administrative requirements, and to ensure consistency with other University policies.

Procurement Policy and Procedures of The City University of New York

I. Purpose and Application

- A. This Policy sets forth guidelines applicable to the procurement of commodities and services by The City University of New York (the "University"). This Policy shall constitute guidelines of the Board of Trustees of the University under Section 6218 of the New York State Education Law.
- B. This Policy applies to procurements of commodities and services using funds by the University, including all senior and community colleges and the Central Office. Funds covered by this Policy include: those appropriated by the State of New York (the "State") or the City of New York (the "City"); student tuition and fees; and funds held by the State Treasury in income fund reimbursable accounts, such as technology fees. This Policy does not apply to procurements by The Research Foundation of the City University of New York, The City University Construction Fund, college associations, auxiliary enterprise corporations, college foundations, or other separately incorporated affiliated entities except as described in any policies, guidelines, or procedures issued by the University, including any Office of University Controller Financial Management Guidelines; however, this Policy does apply to contracts funded by any of these organizations but entered into by the University.
- C. References herein to the "University" shall include each of the University's constituent colleges, including the Central Office.

II. Policy Statement

- A. It is the policy of the University to procure commodities and services in a manner that promotes: (i) the wise, prudent, and transparent use of the resources of the University and the taxpayers of the City and State; (ii) compliance with all provisions of law governing procurements by the University; (iii) the acquisition of quality commodities and services at reasonable prices in a timely and efficient manner; (iv) the maximum feasible participation of New York State-certified minority- and women-owned business enterprises ("MWBE") and service-disabled veteran-owned business enterprises ("SDVOB") in University procurements, as required by law and University policy; and (v) the prevention of favoritism, extravagance, fraud, and corruption, or the appearance thereof.
- B. In furtherance of the above policy, the University shall conduct procurements in accordance with the procedures and other requirements set forth below.

III. General Purchasing Requirements

- A. All University procurements, regardless of size, must adhere to the following general requirements:
1. complying with all applicable ethics rules, including purchasing commodities and services in the best interest of the University and adhering to the University's Conflict of Interest Policy and Sections 73 and 74 of the New York State Public Officers Law;
 2. complying with all laws, rules, and regulations that apply to the University, whether or not specifically described in this Policy, including the applicable provisions of the New York State Education Law and State Finance Law;
 3. conducting all University-wide and Central Office purchases through the Office of Budget and Finance and all college-specific purchases through the respective campus Purchasing Departments (collectively, "Purchasing Departments"); no other office or department may conduct procurements or otherwise bind the University to any purchase of commodities or services;
 4. estimating the applicable dollar value of a potential purchase to ascertain what procurement methods may be required (and prohibiting the artificial division of purchases in order to use the less formal procurement methods available to smaller purchases), and monitoring actual purchases made of the same commodity or service to determine whether additional procurement requirements may apply in the future to the same purchase;
 5. ensuring that the commodity or service sought satisfies the University's required form, function, and utility, and determining whether an Existing Contract (as defined in Section V(G)) offers commodities or services that can satisfy these requirements;
 6. using competitive solicitation methods (such as quotes, sealed bids, and sealed proposals) to the maximum extent practicable when conducting individual University procurements;
 7. only using form solicitation documents issued by the University's Office of the General Counsel;
 8. promoting the maximum feasible participation of MWBEs and SDVOBs in University procurements including, where applicable, setting participation goals on procurements to encourage MWBEs and SDVOBs to participate as subcontractors or suppliers and ensuring prime contractor compliance with such participation goals, as required by law and University policy;
 9. obtaining all necessary internal and external approvals required by applicable law and University policy, including those of the New York State Office of the State Comptroller (the "State Comptroller"), the Board of Trustees, the Office of the General Counsel, and the Office of Budget and Finance;
 10. advertising procurements as required by applicable law and University policy;
 11. maintaining a record of the procurement that demonstrates that all requirements of this Policy and of applicable law have been met;
 12. awarding contracts to "responsive" and "responsible" vendors, as defined in applicable law;
 13. complying with the University's contract signing authority policies, as set forth by the Board of Trustees and as further delegated by the Chancellor and the General Counsel of the University;
 14. only executing contracts and other agreements that have been approved as to form by the Office of the General Counsel; and
 15. following such other procedures, manuals, memoranda, directives, and the like issued by either or both of the Office of the General Counsel and the Office of Budget and Finance that relate to this Policy.

IV. Overview of Procurement Methods

- A. The University may conduct procurements of needed commodities and services through a variety of methods. Among the most common methods are: (1) using preferred source offerings, existing centralized contracts of the State, the City, and the Federal government, University-wide contracts, “piggyback” contracts, and consortia contracts; (2) competitive solicitations of sealed bids and sealed proposals; and (3) entering into contracts using informal procurement methods, or on a sole source, single source, or emergency basis.
- B. The University may use Existing Contracts, which are established on behalf of the University by the Office of Budget and Finance or made available to the University by the State, the City, or the Federal government. Among other reasons, because the use of these Existing Contracts reduces costs by leveraging collective buying power and saves administrative time, this Policy requires that the University use these contracts under the circumstances set forth below. In addition, in instances where the Office of Budget and Finance has established University-Wide Contracts (as defined in Section V(E)) with vendors on an exclusive basis, the University must use those contracts in all instances unless an exception is granted by the Office of Budget and Finance. However, if no exclusive University-Wide Contract exists, then the University, through the applicable Purchasing Department, may elect to forgo using any Existing Contracts where the available contracts do not meet the University’s requirements, or where justified by price, as set forth in greater detail below. In those cases the University may instead conduct an individual procurement, including through bids, proposals, quotes, and other methods, or make purchases on a sole source, single source, emergency or other basis, as permitted by this Policy.

V. Order of Purchasing Priority and Procurement Methods

- A. The University shall conduct all procurements of commodities and services, including University-wide procurements, using the methods and procedures described in this Section V. However, in selecting a procurement method, the University shall adhere to the order or priority assigned to these methods in Section V(B) (such methods and priority, collectively, the “Purchasing Hierarchy”). Sections V(C) through V(G) provide a description of, and procedures for using, each procurement method in the Purchasing Hierarchy. Sections V(E)(3) and V(H) provide a description of exceptions to the Purchasing Hierarchy. The determination of the appropriate procurement method shall be made by the applicable Purchasing Department.
- B. Purchasing Hierarchy. The University shall adhere to the following order of priority when conducting procurements:
1. *New York State Preferred Sources*;
 2. *OGS Commodities Contracts*;
 3. *University-Wide Contracts*;
 4. *Other Centralized Contracts* of the State, City, and Federal government;
 5. any of the following options, which shall be afforded equal priority:
 - Campus Procurements (with or without a formal competitive process depending on the total value of the procurement);
 - “Piggybacking” off of an established governmental contract (other than an OGS Commodities Contract or Other Centralized Contract); or
 - Consortia Contracts approved by the Office of the General Counsel and the Office of Budget and Finance.

6. *Sole Source, Single Source, and Emergency Procurements*, where appropriate, are exceptions to the above order of priority.
- C. New York State Preferred Sources. In order to advance special social and economic goals of the State, the University is required to purchase select commodities and services from State-designated organizations that support employment of certain individuals, including those with disabilities, in correctional facilities, and who are blind. Currently, these organizations include the NYS Department of Correctional Services (“Corcraft”), the NYS Preferred Source Program for People Who Are Blind (“NYSPSP”), and the NYS Industries for the Disabled (“NYSID”) (collectively, and as updated pursuant to applicable law, “Preferred Sources”). The University is required to purchase from Preferred Sources commodities or services that meet the University’s form, function, and utility requirements and are offered at a price, as determined by the New York State Office of General Services (“OGS”), that is no more than 15% greater than the prevailing market rate (or in the case of Corcraft, commodities that are offered at a price that do not exceed a reasonable, fair market rate as determined by the Department of Correctional Services (“DOCS”). Purchases of commodities and services from Preferred Sources are given the highest priority and are exempt from competitive bidding requirements. The University shall make purchases from Preferred Sources in the following manner, and in accordance with any guidelines issued by OGS relating to Preferred Sources (except to the extent such guidelines in their application to CUNY would conflict with applicable law):
1. When making any purchase the University must first consider using Preferred Sources generally. When purchasing commodities, the University must consider Preferred Sources in the following priority order: (1) Corcraft; (2) NYSPSP; (3) NYSID, or as otherwise required by the State. When purchasing services the University may afford each available Preferred Source equal priority, and if more than one Preferred Source can provide the required services, then price shall be the determining factor.
 2. When a commodity or service is available from a Preferred Source in the form, function, and utility required by the University, and at prices that are approved by OGS or DOCS as contemplated in Section V(C) above, then the University is required to purchase from the Preferred Source.
 3. If the University wishes to purchase a particular commodity or service through a competitive solicitation even when the commodity or service is available from a Preferred Source, then the University must compile defensible documentation and evidence justifying why the Preferred Source was not used. If a Preferred Source is not selected, then that Preferred Source also must be given prior written notice with an explanation and an opportunity to respond.
- D. OGS Commodities Contracts. OGS has established centralized contracts for a wide range of commodities (“OGS Commodities Contracts”). The University shall make purchases from OGS Commodities Contracts in the following manner:
1. Where no Preferred Source can meet the University’s form, function, and utility requirements for a commodities purchase, or where justified by price, the applicable Purchasing Department must determine whether the required commodity can be obtained through an existing OGS Commodities Contract. If a vendor on an OGS Commodities Contract can provide the needed commodities and meet the University’s form, function, and utility requirements, then the University shall make the purchase from such vendor, unless the applicable Purchasing Department makes the determination that it can obtain lower pricing from an alternate source.
 2. When soliciting alternate pricing, the University may seek pricing from the open market but, at a minimum, must seek pricing from vendors available through University-Wide

Contracts and Other Centralized Contracts that are available. OGS Commodities Contract vendors must be allowed a minimum of two business days to match any lower price offered to the University. If the OGS Commodities Contract vendor provides written confirmation that it will match a lower price received by the University on the open market, then the University shall purchase from such OGS Commodities Contract vendor. If the OGS Commodities Contract vendor is unable or unwilling to match the lower price, the University must document this in the procurement record and may proceed with the open market purchase.

- E. University-Wide Contracts. The Office of Budget and Finance has established a number of University-wide Contracts, some on an exclusive basis, with vendors for certain commodities or services ("University-Wide Contracts"). The University shall make purchases from University-Wide Contracts in the following manner:
1. If no applicable Preferred Source or OGS Commodities Contract can meet the University's form, function, and utility requirements, or where justified by price, the applicable Purchasing Department must determine whether the required commodity or service can be obtained through an existing University-Wide Contract.
 2. If the University's requirements can be met through an existing University-Wide Contract, then the University must purchase such commodities or services through the available University-Wide Contract, unless the applicable Purchasing Department makes the determination that it can obtain lower pricing from an alternate source. Any questions relating to University-Wide Contracts must be directed to the Office of Budget and Finance.
 3. In some instances the Office of Budget and Finance has established University-Wide Contracts with vendors on an exclusive basis. These exclusive University-Wide Contracts are an exception to the Purchasing Hierarchy and must be used in all instances on a first-priority basis by the University unless an exception is granted by the Office of Budget and Finance.
- F. Other Centralized Contracts. If no Preferred Source, OGS Commodities Contract, or University-Wide Contract can meet the University's form, function, and utility requirements, or where justified by price, the University may make purchases of commodities and services through centralized contracts let by certain agencies and entities of the State, the City, and the Federal government. Specifically, the University may make purchases through (1) services contracts let by OGS and (2) contracts identified by the Office of Budget and Finance as having been procured by the following agencies and made available to the University: the City's Department of Citywide Administrative Services; the City's Department of Information Technology & Telecommunications; the Board of Education of the City of New York; the U.S. General Services Administration; and such other governmental agencies and entities as may be identified by the Office of the General Counsel and the Office of Budget and Finance (collectively, "Other Centralized Contracts"). The University shall make purchases from Other Centralized Contracts in the following manner:
1. Where no Preferred Source, OGS Commodities Contract, or University-Wide Contract can meet the University's form, function, and utility requirements for a purchase, the applicable Purchasing Department must determine whether the required purchase can be made through any Other Centralized Contract.
 2. The University must use any available Other Centralized Contracts that have been identified in writing by the Office of Budget and Finance and that can meet the University's form, function and utility requirements.
 3. When considering Other Centralized Contracts the University shall afford each available contract equal priority, and shall award to the vendor that can meet the

- University's form, function, and utility requirements at the lowest price.
4. In addition, the University may make purchases using a Campus Procurement, Piggyback, or a Consortia Contract, instead of using an Other Centralized Contract, when justified by price.
- G. **Purchases By Campuses.** If no Preferred Source, OGS Commodities Contract, University-Wide Contract, or Other Centralized Contract (collectively, "Existing Contracts") can meet the University's form, function, and utility requirements, or where justified by price, the University may make arrangements to purchase the needed commodities or services on its own, including, conducting its own procurement, making "piggyback" purchases through other governmental contracts, or purchasing through contracts established by purchasing consortia, as more fully described below. The options described in this Section V(G) shall be afforded equal priority.
1. **Campus Procurements.** If no Existing Contract is available that can meet the University's form, function, and utility requirements, or where justified by price, the University may purchase the needed commodity or service through an individual procurement conducted by the University (a "Campus Procurement"). In conducting Campus Procurements the University may, depending on the size of the resulting purchase, use informal purchasing methods (e.g., internal research, quotes) or formal purchasing methods (e.g. competitive sealed bids or proposals).
 - a. ***Informal Purchasing Methods.*** When conducting a Campus Procurement, the University is generally required to use formal competitive purchasing methods such as sealed bids and sealed proposals (as further described below in Section V(G)(1)(b) below, "Formal Purchasing Methods"). However, when making purchases under certain dollar thresholds the University may use the informal purchasing methods described in this Section V(G)(1)(a) ("Informal Purchasing Methods") in lieu of Formal Purchasing Methods. Specifically, Purchasing Departments may use Informal Purchasing Methods for general purchases that are less than \$100,000, or such higher amount authorized by the State Comptroller. In addition, when award is made to a New York State small business or a New York State-certified MWBE or SDVOB, or when the University is purchasing recycled or remanufactured commodities or technology or certain food products that are grown, produced or harvested in New York State, Purchasing Departments may use Informal Purchasing Methods for purchases up to \$200,000, as authorized by the State Finance Law (collectively, "Enhanced Informal Purchases"). When using Informal Purchasing Methods Purchasing Departments may make purchases from any responsive and responsible vendor whose goods or services meet the University's form, function, and utility requirements and are offered at a reasonable price, as determined by the Purchasing Department. The University must follow generally-applicable procurement rules (including those listed in Section III) when using Informal Purchasing Methods. Informal Purchasing Methods include Purchasing Departments conducting research into products or services that meet the University's needs, determining the reasonableness of pricing and vendor responsibility, and justifying the selection of a particular vendor in the procurement record. Purchasing Departments will determine the reasonableness of pricing as set forth below.
 - i. For purchases that are less than \$20,000, Purchasing Departments must obtain multiple oral or written quotes, or conduct and document internal or external pricing research, or use a combination thereof. While no formal competitive processes are required, Purchasing Departments are encouraged to use competition where possible.
 - ii. For purchases of \$20,000 or more but less than \$50,000, Purchasing

- iii. Departments must obtain a minimum of three written quotes from vendors. For purchases of \$50,000 or more but less than \$100,000 (or less than \$200,000 in the case of Enhanced Informal Purchases), or up to such higher amount authorized by the State Comptroller, Purchasing Departments must obtain written quotes from vendors after publicly advertising the procurement in accordance with applicable law and University policy.
 - iv. The University has determined a price to be fair and reasonable if it is within 15% of the lowest current price offered from other responsive vendors or within 15% of the other current pricing indicator used by the University. In the event an award is made to a responsive and responsible vendor whose price is greater than (but within 15% of) the lowest current offered price or other current pricing indicator available, the Purchasing Department must maintain documentation in the procurement record of the rationale for the selection of the vendor.
 - b. Formal Purchasing Methods. The University shall use Formal Purchasing Methods for all purchases of \$100,000 or more, or in excess of such higher amount authorized by the State Comptroller. Formal Purchasing Methods shall include: (i) sealed competitive bids; (ii) requests for proposals; and (iii) such other methods as may be approved by the Office of the General Counsel and the Office of Budget and Finance. In the case of sealed competitive bids, awards shall be made to the responsive and responsible vendor offering the lowest price, as determined by the applicable Purchasing Department. In the case of requests for proposals, awards shall be made on the basis of “best value” to the responsive and responsible vendor whose proposal optimizes quality, cost and efficiency, as determined by the applicable Purchasing Department and an evaluation committee. The University may reject all bids or proposals received, or make multiple awards, where the University determines that doing so shall be in its best interest.
- 2. **“Piggyback” Contracts**. If no Existing Contract is available that can meet the University’s form, function, and utility requirements, or where justified by price, the University may make purchases through contracts let by other governmental entities (a “Piggyback”) after obtaining the approval of the Office of the General Counsel and the Office of Budget and Finance and after obtaining all required external approvals.
- 3. **Consortia Contracts**. In some instances, multiple entities have agreed to purchase commodities collectively as a consortium and at lower prices than would be otherwise achievable through purchases by such entities individually. If no Existing Contract is available that can meet the University’s form, function, and utility requirements, or where justified by price, the University may make purchases of commodities from contracts let by such purchasing consortia (“Consortia Contracts”), after obtaining the approval of the Office of the General Counsel and the Office of Budget and Finance and after obtaining all required external approvals.
- H. Exceptions to the Purchasing Hierarchy. In addition, the University may forgo the Purchasing Hierarchy in instances of documented sole source, single source, and emergency purchases. The University is not required to use Existing Contracts, Piggybacks, or Consortia Contracts, or follow Formal Purchasing Methods or Informal Purchasing Methods for Campus Procurements, in the following instances:
 - 1. **Emergency Contracts**. In the rare case of an emergency arising out of an unforeseen occurrence or condition or situation where a threat to health, safety, life, or limb exists, or where a necessary service is threatened with material damage or suspension, or where University buildings or property are threatened, the University may authorize the award of a contract on other-than-a competitive basis. For each such

procurement, there shall be a declaration of emergency and a written record setting forth the basis for concluding that there was an emergency and the abbreviated procurement methods used to identify the selected contractor. The University shall submit such declaration and record to the Senior Vice Chancellor and Chief Financial Officer and to the General Counsel, and shall promptly submit any resulting contract to the City or State, as appropriate, for payment. In all instances the applicable Vice President for Finance and Administration, or equivalent, shall make the final determination of whether an emergency procurement is appropriate.

2. **Single Source.** The University may authorize the award of a contract on other-than-a competitive basis, even though two or more firms can supply the required commodity or service, if the University determines that either: (a) one particular firm has unique knowledge or expertise with respect to the required commodity or service rendering the use of competitive procedures impractical; or (b) other material or substantial reasons exist for awarding the contract on other-than-a competitive basis. The University shall advertise each such procurement as required by law, and shall create and maintain a written record setting forth the basis for justifying the single source procurement, including the methods and rationale for selecting the contractor, alternatives considered and why the alternatives do not meet the University's needs, and a determination that the vendor's price is fair and reasonable. In all instances the Purchasing Department shall make the final determination of whether a single source procurement is appropriate.
3. **Sole Source.** When there is only one source for a required commodity or service, the University may authorize the award of a contract for that commodity or service on other-than-a competitive basis. The University shall advertise each such procurement as required by law, and shall create and maintain a written record setting forth the basis for justifying the sole source procurement, including the methods and rationale for selecting the contractor, a determination of exclusive capability of the vendor or product, alternatives considered, and a determination that the vendor's price is fair and reasonable. In all instances, the Purchasing Department shall make the final determination of whether a sole source procurement is appropriate.

VI. Policy Implementation and Amendments; Effect on Awarded Contracts

- A. The University shall comply with this Policy, except in instances where an exception to this Policy has been approved in writing by the General Counsel and the Senior Vice Chancellor and Chief Financial Officer, or their successors or designees.
- B. The University shall comply with any procedures, manuals, memoranda, directives, and the like issued prior to or following the effective date of this Policy by either or both of the Office of the General Counsel and the Office of Budget and Finance that relate to this Policy ("Administrative Guidance"). Subject to the other provisions of this Section VI, in the event of any conflict between this Policy and any Administrative Guidance, this Policy shall govern to the extent of the conflict. This Policy supersedes and renders void the University's Purchasing Policy Manual approved by the Board of Trustees on October 23, 1995 and as may have been revised from time to time.
- C. The General Counsel and the Senior Vice Chancellor and Chief Financial Officer or their successors may modify, supplement, or update this Policy, subject to the Board of Trustees' ratification, as they may deem necessary to implement changes in law, regulations, and administrative requirements, and to ensure consistency with other University policies.
- D. Nothing contained in this Policy shall be deemed to (1) alter, affect the validity of, modify the

terms of, or impair any contracts or agreements issued or entered into prior to the effective date of this Policy or (2) confer upon any person, firm, or corporation any right, remedy, claim, or benefit under, or by reason of, any requirement or provision hereof.

Statement of USS Chair and Trustee Chika Onyejiukwa

I have some concerns that I voiced to Senior Vice Chancellor and Chief Financial Officer (SVC&CFO) Matthew Sapienza and Interim General Counsel and Vice Chancellor (IGC&VC) Jane Sovern that make it extremely difficult for me to support Cal. No. 3.B., which proposes to change the procurement guidelines and procedures for the University. As you may know, students testified at the Public Hearing last week regarding their concerns about how this procurement policy will impact student activities and events, and there are several concerns with the proposal. I found out at the last CFA meeting that the intention of this proposal is not only to update the procurement guidelines for the University but there is also a clause that would mandate that student activity fees follow the same procurement procedures as the University. Currently, student activity fees are managed differently than University funds. The USS has a Fiscal Accountability Handbook and Article XVI of the CUNY Bylaws helps govern student activity fees.

The newly proposed procurement process will essentially undermine those two documents, creating a new and unilateral procurement process that is not designed to cater to the operations of student governments, student clubs, and student affairs professionals that support CUNY students. For decades, the Board has recognized the importance of having separate procurement guidelines for student activity fees.

This proposal has not been vetted by all parties who will have to follow this new set of procedures. Though the new procurement guidelines will fundamentally alter the way student leaders and organizations conduct their business, no students or student affairs professionals were consulted in the drafting of this policy. Personally, I received the document the Friday before the last CFA meeting. Neither I nor the student representative on the committee were given reasonable time to review the policy. This is cause for serious concern, which I have brought up before, with the way the University is going about changing the procurement procedures for student activities.

I would also like to mention that this is not my first time bringing up the point that there are concerns with student activities and I was informed that the USS would rather have a conversation before implementing the policy.

At the last CFA meeting, I was informed that the Office of General Counsel would be revising the procurement guidelines for CUNY's associations and foundations. Since many associations govern student activity fees, the University is going to create a process with two separate sets of guidelines for student activities: if a college's association is separately incorporated, they would follow the old guidelines, if not, then the college association is to follow the new guidelines. There is no clear explanation as to why CUNY would want students to follow different rules to govern student activity fees. It is also noteworthy that the fees of the USS, which I am in charge

of managing, will also be governed by this new set of procedures. And yet, I am not sure what the changes mean for the functioning of the USS Office as CUNY moves forward because I do not have a complete grasp of the proposed University procurement process.

I am all for updating the procurement procedures. Accountability and transparency are important. But the University is moving hastily when it comes to the student activity fees and I am asking that the path be reconsidered. I have not had the time or the energy to convene a committee of students and provide feedback since finding out about this two weeks ago. I do not have all of the questions, or foresee all of the challenges, that will come as a result of this policy. But I am asking that the USS be given the opportunity to consider these questions before it is adopted.

I am not saying that students need less oversight or should not update their procurement process. I am simply saying, can the USS have a say because at the end of the day, student activity fees are fees that students choose to impose on themselves for purposes and functions that they would like to see come to fruition, and the USS cannot operate in the interests of the students if they are left out of the conversation.

My recommendation to the Board is to simply amend this document so that it does not govern student activities. Further, I am respectfully requesting that the matter be referred to the Committee on Student Affairs and Special Programs (CSASP), to get the input of those who have intimate familiarity with student activity related matters.

SVC&CFO Sapienza stated that this procurement policy is the first in what will be several updates that the University is going to be making to policies, procedures, and fiscal management guidelines. It is something that Chancellor Milliken had committed to several months ago. As Vice Chairperson Schwartz mentioned earlier, this procurement policy was vetted and approved by the Office of the New York State Inspector General, and one thing that I want to make sure is clear is that the policies and procedures that are in this policy are not new guidelines, rather what CUNY is doing is codifying the guidelines that are set forth by state and city procurement law. These are for tax levy funds and the state and city set those guidelines for procurements. As was stated earlier, this policy does not apply to procurements for the Research Foundation, the City University Construction Fund, college associations, auxiliary enterprises, and college foundations amongst others. In regards to the student activity fees, the overwhelming majority of fees are paid through seventeen campus student associations, and they are separately incorporated and so what will govern the use of student activity fees—separately incorporated student associations—will be the updated financial management guidelines for college associations which the University is currently working on. In addition, the Fiscal Accountability Handbook—another policy manual—which was also mentioned earlier, is being updated. Both the Fiscal Accountability Handbook and the Campus Association Financial Management Guidelines will be fully vetted with the USS and other interested groups before they are brought to the Board for a vote.

Vice Chairperson Schwartz stated that there was extensive discussion about this item at the Committee meeting, in fact the Committee urged, after it voted unanimously to support this resolution that SVC&CFO Sapienza and IGC&VC Sovern get together with USS Chair and Trustee Onyejiukwa as soon as possible. They met with her four days afterwards with some other representatives of the USS, and have met with other representatives of the students, yet again, on February 17th to address these concerns. And, in Section 1(b) of this Policy, there is the carve out of various things—policies yet to be done—included in the carve out are college associations where most of all of the student associations are. So there will be those new policies that are in the process of being prepared. They will be vetted entirely with the students. And as SVC&CFO Sapienza just mentioned, the University is simply codifying what the existing laws and regulations are today, not changing anything. In the course of utilizing this new procurement policy, if the University finds that there are issues that have not been addressed properly, these can be amended again and not have to wait another twenty-two years. So I would urge that the Board consider this resolution tonight and not entertain a tabling of it yet again.

Trustee Onyejiukwa thanked Vice Chairperson Schwartz for that clarification; she stated that however, she has two points to address: The meetings that the USS did have were not because of this policy so if you recall a few weeks ago I had been bringing up the idea of student activity fees being an issue and it was because of this that I initiated a meeting. It was not due to this policy. So, if I can remember correctly, the Friday that this policy was sent out around 4:00-4:30 p.m., I had a phone conference around 3:00 p.m. with IGC&VC Sovern and members of her staff because the USS had questions regarding this entire process and never once was it brought to my attention that this policy would be coming for a vote at the CFA meeting the following Monday. That is what I have been stressing. I get it, of course, that these policies are great, but if the USS is given the chance to look at the proposed policy, it can be assessed by the USS. For example, it is not until I read it to see that it says student tuition and fees that I understood that some of these student activity fees are not incorporated under associations, and everyone is making the point that most of the student activity fees are under incorporations, but that is not to pacify me and to say that those other entities do not matter.

Chairperson Thompson noted that as SVC&CFO Sapienza indicated, this policy is just codifying existing state and city procurement policy, law, and regulation. This policy is not reinventing the wheel, it is updating things or at least coming into this century. In addition, the University is sensitive, and concerned, about the USS, and concerns on the part of students, so it will continue to work in a timely fashion to make sure that the USS receives information at the same point as others. The USS Chair and Trustee role is part of a body, and I do not think some Trustees are getting information before others. So, as I said, the Board always wants to hear from the USS and the voices of the students, so the Board will endeavor to make sure that all student voices are heard, and if a problem occurs, the Board will be able to make adjustments to make life easier, at the same point realizing that CUNY is governed by certain laws and regulations. So I would suggest that the Board move forward on this resolution today.

Trustee Una S. T-Clarke stated that on moving forward, she would like to make a public request that when the Board adopts this policy this evening, a meeting be conducted also with the members of CSASP, and along with the General Counsel, to make sure that everyone is on the same wavelength and moving in the same direction once this policy is codified.

Chairperson Thompson stated that he agrees with Trustee Clarke's request, and would also suggest that SVC&CFO Sapienza join that meeting.

In response to a question from Trustee Sandra Wilkin on whether there is oversight or tracking of the participation of MWBEs and SDVOBs:

SVC&CFO Sapienza stated that there is significant oversight of MWBEs, and now SDVOBs as well are part of the policy. But on the MWBEs, the Office of Budget and Finance (OBF) does significant oversight of all campus and Central Office spending and contracts to make sure that they are inclusive of MWBE vendors. At the last meeting three weeks ago there were several questions that were raised about putting together the information regarding the University-wide MWBE spending, which on the operating side has been over thirty percent. Last Fiscal Year, and so far through this Fiscal Year, the University is over thirty percent as well for the senior colleges and Central Office. So OBF is very pleased and thankful to the campuses for their dedication to making sure MWBEs are served properly. Furthermore, OBF will be providing the Board with a whole lot of data on MWBEs—not only data but the processes and how this program is monitored.

Chairperson Thompson asked for a vote. Cal. No. 3.B. was adopted. USS Chair and Trustee Onyejiukwa voted no.

Moved by Committee Chair Schwartz and seconded by Trustee Ferrer, the following resolution was presented and opened for discussion:

C. The City University of New York – Executive Search and Recruitment Services:

RESOLVED, That the Board of Trustees authorizes the General Counsel to execute three (3) contracts with firms to provide executive search and recruitment services. The contracts are being awarded on the basis of best value to responsive and responsible offerors after public advertisement and timely submission of sealed proposals pursuant to law and University Regulations. The Request for Proposal solicitation and evaluation process was conducted by the University. The initial term shall be two (2) years and the contracts shall include up to three (3) one-year options for the University to renew in its best interest. Such purchase shall not exceed an estimated \$3,350,000 in aggregate under the three contracts for five years. The contracts shall be subject to approval by the University Office of General Counsel.

EXPLANATION: These executive search and recruitment services will be utilized by the University on an as needed basis when there are vacancies for the positions of

presidents, deans, vice chancellors and executive higher education executives at the Colleges and Central Office. The University issued a request for proposals (RFP) on October 27, 2016. The RFP allowed respondents to this solicitation to submit proposals for either or both groups of the following categories:

Group One – search and recruitment services for Presidents and Deans of Colleges

Group Two – search and recruitment services for higher education executives including Vice Chancellors.

Eight firms responded to the RFP, and all eight submitted proposals for both of the above groups.

All three firms that will be contracted for these services will be required to provide University search committees with a diverse pool of candidates for each search engagement. If a diverse pool of a candidates is not supplied, the University reserves the right to terminate the agreements.

In response to a question from Trustee Shorter on whether all the services of the University's executive searches will be provided only from three firms nationally:

SVC&CFO Sapienza stated that this resolution applies to searches at the senior colleges and Central Office. The community colleges will be doing a separate RFP process since their searches are paid with city funds. Once that goes through there could be different firms that are selected as part of the process. But at the senior level there will only be three firms for all of the searches.

In response to other questions from Trustee Shorter on a) how do the three selected firms stack up in their diversity with regard to minorities and women, and b) what will those teams look like:

SVC&CFO Sapienza stated that the firms that have been selected are in the middle of negotiation as the procurement process is still ongoing so OBF cannot name the firms at this time. But all three firms are large and very active firms in executive search, especially in the area of higher education. They are firms that the University utilized previously so OBF is comfortable that they meet its needs, including the diversity requirement.

Trustee Shorter stated that he would like to request that the Trustees understand as a Board, what the diversity composition of these three firms are, who now essentially have exclusive rights on searches. The Board should know what their senior constituents will look like. He added that he would like to see that before the Board votes on this item, or at least votes positively on it.

SVC&CFO Sapienza stated that OBF will request that information from those three firms and provide it to the Board.

In response to a question from Vice Chairperson Schwartz on whether that request was already a part of the RFP:

Chairperson Thompson stated that it was probably not part of the RFP. There are a number of RFPs and requests these days that ask that as an example. With the City Comptroller, in certain RFPs, he makes requests of not just what does the executive employee group look like but also what does its payroll look like so it is not just number, it is reflected in responsibility. That is something that this Board should start to look towards so that people realize that it is not just the composition of the pool, the University is also concerned about who is hired and who is working within the number of larger firms that are working for CUNY.

Vice Chairperson Schwartz stated that Trustee Shorter has made a very good comment, and with regard to the RFP not yet on the street for the community colleges, he would urge that OBF consider including this requirement in that RFP.

Chairperson Thompson stated that he would like to thank the committee for their work—including additional work after the committee meeting—because as they say, this was not an easy one, this was something that came to CFA at the end of a process. The days of presenting things to a committee at the end and expecting them to say yes are gone. Particularly, something this important, for example, the selection of senior personnel at Central Office as well as presidents and deans for the colleges, the Board does not want to see things at the end. He added that again he would like to thank Vice Chairperson Schwartz and the members of CFA for the work that they did on this and USS Chair and Trustee Onyejiukwa for her catching of the lack of mention of diversity within that resolution.

Chairperson Thompson asked for a vote. Cal. No. 3.C. was adopted. Trustees Charles Shorter and Lorraine Cortés-Vázquez abstained.

Vice Chairperson Schwartz reported that at the February 6th meeting, a motion was made and passed to table this item, as there were concerns about the process and timeline, as well as how these prospective search firms would help to ensure diverse candidates. This was done pursuant to an RFP that was not known to the members of CFA until that evening. The committee agreed that the University needed to provide additional information on this item before it can be brought to this full Board for consideration. Subsequent to the February 6th meeting, SVC&CFO Sapienza provided the committee with additional information, principally the RFP, and after further discussion with the Committee members, it was agreed that we would bring this resolution for vote of the full Board with unanimous endorsement. I would like to note that the following language has been added to the Explanation section of the resolution: "The three firms that will be contracted for these services will be required to provide University search committees with a diverse pool of candidates for each search for which they are engaged. If a firm does not supply a diverse pool of candidates, the University reserves the right to terminate the agreement with that firm". Following informational items, SVC&CFO Sapienza provided the committee with a status report on all resolutions approved by CFA during Fiscal Year 2016, as

well as a report on the State Executive Budget and City's Preliminary Budget for Fiscal Year 2018.

4. COMMITTEE ON ACADEMIC POLICY, PROGRAM, AND RESEARCH:

Trustee Jill O'Donnell-Tormey reported that at the February 6, 2017 meeting of the Committee on Academic Policy, Program, and Research, the committee approved the following resolutions and she recommended their approval by the Board.

Moved by Trustee O'Donnell-Tormey and seconded by Trustee Ferrer, the following resolutions were presented and adopted:

A. John Jay College – B.S. in Applied Mathematics: Data Science and Cryptography:

RESOLVED, That the program in Applied Mathematics: Data Science and Cryptography offered at John Jay College and leading to the Bachelor of Science, be approved, effective February 21, 2017, subject to financial ability.

EXPLANATION: John Jay continues to expand its offerings in the liberal arts by designing an undergraduate degree that focuses on mathematical applications to both big data as well as data security. The curriculum will consist of high level coursework in both mathematics and computer science. Graduates of either concentration will have career opportunities that are both professionally and financially rewarding.

B. New York City College of Technology – B.S. in Applied Computational Physics:

RESOLVED, That the program in Applied Computational Physics offered at New York City College of Technology and leading to the Bachelor of Science, be approved, effective February 21, 2017, subject to financial ability.

EXPLANATION: Graduates of this program will be well equipped with a solid background in physics, computing, and mathematics, as well as learn valuable skills in complex problem-solving and teamwork which will strengthen their preparation for pursuing careers in engineering areas such as aerospace, applied mathematics and computer science, physical chemistry, finance, bio-medicine, environmental science, as well as for conducting research in academic, industrial, or national laboratories.

C. York College - MSW in Social Work:

RESOLVED, That the program in Social Work offered at York College and leading to the Master of Social Work, be approved, effective February 21, 2017, subject to financial ability.

EXPLANATION: York College is strategically expanding its suite of professionally oriented master's degrees. The College currently offers an undergraduate degree in social work so this is a natural addition to their offerings. The program will focus on health care, a growing specialization in the field. Currently CUNY offers no MSW program in Brooklyn or Queens.

D. 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
LEHMAN COLLEGE	
Eddie Palmieri	Doctor of Music
Betty A. Rosa	Doctor of Humane Letters
Jeffrey Gilbert	Doctor of Science
(To be conferred at the commencement ceremony on June 1, 2017)	
QUEENS COLLEGE	
Donald Brownstein	Doctor of Humane Letters
Saul Kupferberg	Doctor of Humane Letters
(To be conferred at the commencement ceremony on May 26, 2017)	
BARUCH COLLEGE	
Neil deGrasse Tyson	Doctor of Pedagogy
Allen E. Goodman	Doctor of Humane Letters
(To be conferred at the commencement ceremony on June 5, 2017)	

E. CUNY School of Medicine, The City College of New York - Establishment of a Department of Molecular, Cellular & Biomedical Sciences, and Closure of the Department of Pathobiology and the Department of Physiology, Pharmacology and Neuroscience:

RESOLVED, That the Department of Molecular, Cellular & Biomedical Sciences be established at the CUNY School of Medicine through the merger and closure of the Department of Pathobiology and the Department of Physiology, Pharmacology and Neuroscience, effective March 1, 2017.

EXPLANATION: The CUNY School of Medicine recently completed major restructuring of its curriculum and academic program as it transformed its biomedical science program into a MD degree-granting program. Prior to this restructuring, an external reviewer panel and two strategic planning workgroups recommended the re-organization of the School's departmental structure and the merger of academic departments for improving the School's effectiveness and efficiency. The basic science components of the curriculum have historically been taught as discreet disciplines, administered through two or more academic departments. The new curricular structure that is currently being implemented for enhancing students' learning and application of content is an integrated, interdisciplinary curricula. This integration aligns with trends in medical education and in the scientific community toward increased interdisciplinary collaboration in areas of instruction and research.

The proposed new department of Molecular, Cellular & Biomedical Sciences will be established through the merger, and resultant closure, of the Department of Pathobiology and the Department of Physiology, Pharmacology and Neuroscience, and is intended to enhance efficiencies, and to support and promote interdisciplinary curricular and research development, and the collaborative teaching required to support the new BS-MD curriculum. The costs associated with the establishment of the new department will be minimal, utilizing the School's existing resources.

The creation of the Department of Molecular, Cellular & Biomedical Sciences was approved by the Faculty Council of the CUNY School of Medicine at its meeting on September 13, 2016. Contingent upon the approval of the Board of Trustees, 13 faculty members from the Department of Pathobiology, and 14 faculty from the Department of Physiology, Pharmacology and Neuroscience will be transferred to the new Department, and advised of their seniority therein. A separate resolution regarding the transfer and appointment of instructional personnel to the new department (copy attached) has been submitted concurrently to the Board of Trustees via the Chancellor's University Report. In accordance with the Governance Plan of the CUNY School of Medicine, an acting chair of the new department will be appointed by the dean effective March 1, 2017 while a search for a permanent appointee is conducted.

5. **COMMITTEE ON FACILITIES PLANNING AND MANAGEMENT:**

Trustee Brian Oberfell reported that the Committee on Facilities Planning and Management considered four items at its meeting of February 6, 2017. Following discussion and consideration of the items, Vice Chancellor Judy Bergtraum reported on community college construction projects. An Executive Session was called to discuss real estate matters under current negotiation by the University, during which Vice Chancellor Bergtraum reported on new projects and updates.

Moved by Trustee Obergfell and seconded by Trustee Ferrer, the following resolutions were presented and opened for discussion:

A. The City University of New York - Allocation of \$20 Million in Capital Funds to Projects:

RESOLVED, That the Board of Trustees of The City University of New York authorize the allocation of \$12 million to Lehman College for the construction of the Nursing Education, Research and Practice Center, and \$8 million to Brooklyn College for completion of the construction of the Leonard and Claire Tow Performing Arts Center.

EXPLANATION:

In June 2016 the State Budget was amended providing an additional \$20 million dollars in capital funds to the City University per the following:

“For additional services and expenses related to alterations and improvements to various facilities for capital projects, including but not limited to capital design, construction, acquisition, reconstruction, rehabilitation, and equipment; for health and safety, preservation of facilities, program improvement or program change, environmental protection, energy conservation, accreditation, facilities for the physically disabled, preventative maintenance and related projects, including costs incurred prior to April 1, 2016 and subject to a plan developed and submitted by the City University of New York Board of Trustees and approved by the Director of the Budget.”

Below are the summaries of the projects being funded by the \$20 million available in the amendment of the state budget:

1. Lehman College Nursing and Education Research and Practice Center. This project will construct a 40,000-square-foot building on the parking lot adjacent to Davis Hall to house the new Nursing Education, Research and Practice Center. The facility will include classrooms, instructional and research labs and administrative and support space. These funds are necessary to complete the project.
2. Brooklyn College, The Leonard and Claire Tow Performing Arts Center. This project reconstructs Gershwin Hall and builds a new performing arts instructional facility with connections to existing Whitman Hall. It also creates a new gateway into the College from the Campus Road entrance. This facility includes classrooms and practice rooms dedicated to music, teaching studios, music and theatre rehearsal rooms, a new scene workshop, and a new 250-seat performance space. These funds are necessary to complete the project.

B. Brooklyn College – Amendment to the Architectural Services Contract for the Performing Arts Center:

RESOLVED, That the Board of Trustees of The City University of New York authorizes the General Counsel to amend the previously approved Architectural Design Services Contract with Pfeiffer Partners, adopted at the regular meeting of the Trustees of the City University of New York held on April 26, 2010, Calendar No. 6B, from the not-to-exceed amount of \$7.5M executed for professional design and construction administration services as required for the Performing Arts Center at Brooklyn College, to a not-to-exceed amount of \$9.5M. The contract cost shall be chargeable to the CUNY Construction Fund, Project No. BY600-006. The contract amendment shall be subject to approval as to form by the University Office of the General Counsel.

EXPLANATION: The new building is nearing completion, and the project is now ready to be outfitted with the required Furniture and Equipment in order to complete the construction. These additional design services are required for preparation of bid documents, and full construction administration services, for all of the Furniture and Equipment fit-out packages required. Due to a lack of funding at the time of construction and document preparation during design, all of the furniture and equipment fit-out packages were not included in the base building bid package.

The various Furniture and Equipment packages include: complete fit-out of the Main Performance Hall, which includes theatrical lighting, stage equipment, rigging, catwalks, acoustic treatment, theater seating and assisted hearing/listening equipment. In addition, furniture and equipment is required for the rehearsal spaces, small theater, music practice rooms, lobby, student lounges, and instrument locker areas; shop machinery for the set design spaces; and audio/visual equipment for the entire facility.

These additional design services will also address unanticipated field conditions and additional construction administration services as a result of the extended construction schedule.

C. Brooklyn College – Amendment to the C/M Build Contract for the Performing Arts Center:

RESOLVED, That the Board of Trustees of The City University of New York requests that the City University Construction Fund amend the previously approved Construction Management Contract with Hill International, Inc., adopted at the regular meeting of the Trustees of the City University of New York held on April 27, 2009, Calendar No. 6H, for the original amount of \$70M, executed for construction and management services as required for the Performing Arts Center at Brooklyn College, to a not to exceed amount of \$87M. The contract cost shall be chargeable to the CUNY Construction Fund, Project No. BY600-006. The contract amendment shall be subject to approval as to form by the Fund's General Counsel.

EXPLANATION: The new building is nearing completion, and the project is now ready to be outfitted with the required Furniture and Equipment in order to complete the construction. These additional construction management services will allow the bidding, construction, and construction management of various fit-out packages for the Performing Arts Center. Due to a lack of funding at the time of construction and document preparation during design, all of the furniture and equipment fit-out packages were not included in the original contract.

The various Furniture and Equipment packages include: complete fit-out of the Main Performance Hall, which includes theatrical lighting, stage equipment, rigging, catwalks, acoustic treatment, theater seating and assisted hearing/listening equipment. In addition, furniture and equipment is required for the rehearsal spaces, small theater, music practice rooms, lobby, student lounges, and instrument locker areas; shop machinery for the set design spaces; and audio/visual equipment for the entire facility.

These additional construction management services will also address unanticipated field conditions and additional construction services as a result of the extended construction schedule.

D. New York City College of Technology – Amendment to the Architectural Services Contract for the New Academic Building:

RESOLVED, That the Board of Trustees of The City University of New York amend the prior resolution, adopted June 23, 2008 (Cal. No. 6D), and amended on November 22, 2010 (Cal. No. 6F) for execution of an Architectural Services Contract with Perkins Eastman on behalf of New York City College of Technology for the College's New Academic Building. The amendment is to authorize an increase in the approved amount from \$17M to \$20M; and be it further

RESOLVED, That the City University Construction Fund be requested to execute an amendment to an existing consultant contract to reflect the Fund's purchase of additional design and construction- related services to complete the construction for the New Academic Building. The total cost of the amendment shall be chargeable to the State Capital Construction Fund, Project No. 2582909999, for an amount not to exceed \$3M. The contract amendment shall be subject to approval as to form by the Fund's General Counsel.

EXPLANATION: The additional design services will address unanticipated field conditions, programmatic changes and additional construction-administration services as a result of the extended construction schedule. These services were not anticipated as part of the agreement with Perkins Eastman.

During the construction phase unanticipated field conditions and programmatic changes requested by the College needed to be addressed by the design team so as to not delay

the construction schedule. During the construction phase the construction manager issued a revised 46 month construction schedule. The revised schedule added an additional 17 months of construction beyond the original 29 month schedule requiring additional construction-administration services.

In response to a question from Trustee Cortés-Vázquez on why are these resolutions being approved as a group rather than approving each resolution separately:

Chairperson Thompson stated that certain committee resolutions can be combined together so that the Board can do one vote.

Chairperson Thompson asked for a vote on Cal. No. 5.A. through 5.D. Trustee Lorraine A. Cortés-Vázquez abstained from a vote on these items.

Chairperson Thompson moved to go into Executive Session at 5:20 p.m. The motion was seconded by Vice Chairperson Schwartz.

CONVENING OF EXECUTIVE SESSION

Chairperson Thompson called for an Executive Session pursuant to Section 105, Article 7, of the Public Officers Law, to discuss information relating to current and future investigations. The Board met in Executive Session from 5:22 p.m. to 6:15 p.m.

Moved by Chairperson Thompson and seconded by Trustee Obergfell the public session was reconvened at 6:16 P.M.

Moved by Chairperson Thompson and seconded by Trustee Clarke, the following resolution was unanimously approved:

6. The City University of New York - Reimbursement for Expenditures for Counsel:

RESOLVED, That the Board of Trustees of The City University of New York hereby authorizes reimbursement to the campus presidents and deans of each college as applicable (“presidents”). The presidents are valued key employees, whom CUNY expends great effort to recruit and retain.

EXPLANATION: Pursuant to an ongoing investigation, the Inspector General of the State of New York (“IG”) is requiring the campus presidents to submit to a recorded interview under oath, and has advised that the presidents may bring personal counsel if they wish. This interview is pursuant to the IG’s statutory authority to “require any officer or employee in a covered agency to answer questions concerning any matter related to the performance of his or her official duties.” Refusal to answer questions in an IG interview under oath subjects an employee to removal from employment.

In the ordinary course of business, when CUNY employees are sued for conduct occurring in the course of their employment, the State (for senior colleges) or City (for community colleges) will represent and indemnify, including representing them at deposition or trial when they are required to testify under oath. CUNY is aware of no evidence of wrongdoing on the part of any current presidents.

Pursuant to its broad authority to “govern and administer all educational units of the city university,” NYS Education Law §6204.1, the Board has the power to authorize reimbursement to the presidents for their reasonable expenses incurred to retain personal counsel of their choice for these interviews and any follow-up by the IG. The Board hereby approves reimbursement of up to \$25,000 each for such expenses, and if expenses exceed \$25,000, the individual may return to the Board for further consideration. Requests must be submitted to the General Counsel and include appropriate documentation that the services were performed.

If a court finds that a president has engaged in wrongdoing with respect to the actions that are the subject of the IG’s examination, the University will seek the return of the reimbursement.

IGC&VC Sovern stated that this resolution refers to the deans, such as the Dean of the CUNY School of Law, the Dean of the Graduate School of Journalism, or the Dean of the CUNY School of Public Health & Health Policy. To be clear it is a chief executive of each college whether he or she is a president or a dean.

Moved by Chairperson Thompson and seconded by Trustee Ferrer the reconvened public session was adjourned at 6:22 P.M.