

**OFFICIAL MINUTES  
BOARD OF GOVERNORS MEETING  
WEST VIRGINIA NORTHERN COMMUNITY COLLEGE  
Thursday, August 23, 2018 -- 5:00 p.m. -- B&O Board Room**

A meeting of the West Virginia Northern Community College Board of Governors was held on Thursday, August 23, 2018 in the B&O Board Room on the Wheeling Campus.

**1. Call to Order**

Mr. Altmeyer convened the meeting at 5:05 p.m.

**2. Roll Call**

Members in attendance were: Brann Altmeyer; Richard Barnabei; Bob Contraguero, Jr.; Tad Greene (by phone); Larry Lemon; Shelly Thomas Chris Kefauver; Melanie Baker; and Octashia Cooper. Excused: David Artman and John Wright, IV.

Guests included: J. Michael Koon, Interim President; Dr. Jill Loveless, Vice President of Academic Affairs; David Barnhardt, Director of Marketing and Public Relations; Jeff Sayre, CFO/Vice President of Administrative Services; Dr. Pam Sharma, Interim Vice President of Institutional Effectiveness/Dean of Academic Affairs; Larry Tackett, Vice President of Economic Workforce and Development; and Janet Fike, Vice President of Student Services.

**3. Approval of Minutes (July 25, 2018)**

Mr. Altmeyer made a motion the Board approve the minutes of the meeting of July 25, 2018 as presented. Ms. Thomas seconded the motion. Motion carried.

**4. Board Chair Report**

There was no Board Chair report. Mr. Altmeyer did announce that earlier this week, he received a resignation letter from John Wright, IV.

**5. President's Report**

**College Updates**

Mr. Koon stated that classes begin on Monday. Earlier this week, the HLC Liaison was on campus for All College Day. She addressed the college community regarding the re-accreditation process and the upcoming November HLC visit. New technology projects are underway for the new school year which include faster connectivity speed and a new phone system. The ribbon cutting ceremony at the ITC went well. WTRF had good coverage.

At the state level, the Blue Ribbon Commission was formed by the Governor strictly to look at a funding model for the four year state institutions. Last Friday, the Fairmont State president and a board member from the HEPC asked if this group could include the community colleges. Governor Justice responded last night by saying that the Blue Ribbon Commission is only looking at four year institutions at this time. He did say that he supported technical education though. Mr. Koon went over the Proposed Funding Formula for Community and Technical Colleges as presented at the recent WV Council meeting. The key areas of focus are Access, Student Success and Workforce. The state is still sorting out how to handle the workforce data. There will be weighted credit hours based on the type of program it is. For example, welding and nursing would have more weighted credit hours than liberal arts as the program costs more to operate. The proposed model includes using state appropriations for FY 2019 as base. Colleges would never be funded at a level below that base. The proposed model builds in an inflation factor. If there is no increase, there is not any new money but there is also not a reduction. Mr. Koon stated that most of our ratings fell in the middle of the pack. The comment period for the proposed model is open until August 31<sup>st</sup>. Mr. Koon added that they were trying to have the model ready for the

LOCEA meetings in September.

Mr. Lemon made a motion that Mr. Koon be authorized to act on behalf of the Board of Governors for the Funding Formula. Mr. Contraguero seconded the motion. Motion carried.

### **Board Development**

Mr. Koon began the process of board development. He overviewed the board materials in the notebooks at their places covering items such as Board Duties and Responsibilities as listed in WV Code, CTCS policies, and HLC criterion expectations of Boards. He stated that the notebooks will be living manuals for them and will eventually go online. There is also the institutional Board of Governors by-laws that were adopted in 2001 and the Protocol for Governance by Policy that was adopted by the Board of Governors in 2004. WV Code specifies twenty-six items that are powers and duties of the Board. He emphasized that one of the most important tasks of the Board is appointing and evaluating the president. All academic programs must be reviewed every 5 years. The mission of the College was approved by the Board of Governors in January 2016.

Mr. Koon stated that he plans to spend the next few meetings covering board development. He explained several different approaches for governance including approval, rubber stamp, and policy governance. The Board is accountable for everything but not involved with day to day management of the institution. He asked that Board members overview the Protocol for Governance by Policy that was provided in the notebook. He explained that in policy governance, the board develops “ends” and “limitations” policies but the reality is that in WV, most policy development starts with legislative or CCTCE mandates. Policies in the state are often developed as a result of legislation. Under this process, there must be two readings which allows time to examine policy and resolve anything as needed. With delegation of powers to the president, there is an expectation from the legislature and HLC that the Board will not be involved in operations of the College but will delegate those responsibilities to the president. Mr. Koon suggested that this might be a model that the Board would like to use when a new president begins his or her tenure.

Shared governance is a long-standing tradition in higher education. HLC criteria and WV Code includes elements of shared governance. Shared governance involves constituent groups in discussions about policies, practices, action that affect all of them and allow meaningful input and discussion. This is not a voting democracy. Committees are widely used and offer recommendations to the president. Actual decisions are made by the president and Board of Governors. As a caution, Mr. Koon stated that if a president ignores internal shared governance, he or she does so at their own risk.

Since the current by-laws were completed in 2001, Mr. Koon suggested a review of them by the Board would be good. Mr. Altmeyer stated that a higher education board is different than what he has been involved with. Typically, the Board reflects the shareholders and serves as a buffer to the president. He stated that in his experience the CEO sets the tone with the Board. Mr. Koon responded that the Board should be having discussions on how they want to function.

### **HLC and Strategic Plan Update**

At the October 24<sup>th</sup> Board of Governors meeting, there will be material on how to prepare for the upcoming HLC visit. Once we have a draft of the Assurance report, it will be shared with the Board. The Strategic Plan has been revised since their last visit and is more institutional specific. The first one was based on state compact and state goals.

### **Strategic Spending of Reserves**

Mr. Koon presented several options based on discussed governance models on how the Board could approach this. There was discussion around requiring projects over a certain dollar amount being reviewed by the Board. There was also discussion on how much funding to leave in reserves. Mr. Koon suggested that anything spent during the first year, the Board should be notified. Ms. Thomas asked if it was possible to have a breakdown of revenue per campus. Mr. Altmeyer suggested several editorial changes to the recommendation of the strategic spending of reserves.

Mr. Altmeyer made a motion the Board approves a four year program of expenditures of the reserves not to exceed the amount necessary to maintain the reserves at a level of nine months of the College operating expenses. Expenditures must not add to ongoing operational costs and must not be recurring. All expenditures must fit one or more of the following requirements: 1. Positively impact recruitment and/or retention 2. Enhance the quality of education or services to support students 3. Create efficiencies that may lower operational costs 4. Enhance the appearance of the College. Mr. Barnabei seconded the motion. Motion carried.

## **6. Administrative Reports**

### **Chief Financial Officer/Vice President of Administrative Services**

#### **Financial Update**

Mr. Sayre referenced the fund tracking document included in the Board packet. He stated that it was heavy on expenditures and still working out efforts to balance grant funds. The summary line at the top represents actual cash in the fund.

The fourth quarter financials should be complete soon and ahead of the due dates for the state of West Virginia. CliftonLarsonAllen will visit in September to finalize financials and audit.

#### **Administrative Services Update**

A new phone system has been installed on all campuses. The Lumos change for connectivity is still in progress.

For the roofing projects in New Martinsville and Weirton, there were five vendors that showed up for the project. Bids will be in during the next few weeks and Mr. Sayre can make the announcement of the vendor at the next meeting.

Mr. Koon and Mr. Sayre thanked the Board for their support during the ITC opening. Mr. Sayre is happy to give tours if anyone is interested.

### **Vice President of Academic Affairs**

#### **Academic Updates**

Dr. Loveless provided several updates from Academic Affairs. She was happy to announce that all faculty positions have been filled with the exception of a CIT position. Nursing positions are all filled. We are partnering with Wetzel County schools to grow welding

partnerships. The Brooke High School welding partnership is also underway. Classes at WVNCC start on Monday. There was a new faculty orientation last week on all three campuses.

Dr. Loveless also announced the recent Memorandum of Understanding on Reverse Transfer in the state where credit can be awarded for prior work completed. She added that the hope is to see completion and graduation rates increase by having this available.

Mr. Altmeyer thanked Dr. Loveless for her work and stated that she has been a great addition to WVNCC.

### **Vice President of Student Services**

#### **Enrollment Update**

Ms. Fike highlighted the enrollment report and enrollment comparison report that was provided. Mr. Altmeyer asked if we knew how other area schools are doing and Ms. Fike stated that we are not sure. Students are coming in slowly but they have seen an increase in walk in traffic during the last week especially on the Wheeling campus. The economy is good so students have the opportunity to work. Mr. Barnabei asked about the increase in Weirton enrollment and Ms. Fike stated that they have had more staff and students reaching out to make phone calls to get students registered.

#### **7. Old Business**

There was no old business.

#### **8. New Business**

There was no new business.

#### **9. Executive Session**

Mr. Altmeyer stated that an Executive Session was not needed.

He reported that he, Dr. Casey Sacks, Mr. Koon and Ms. Thomas had a conference call earlier this week regarding the presidential search. To ensure that the search is objective, it was decided to look around and engage an outside consultant. After discussing the RFP process with Mr. Sayre, Mr. Koon stated that there needs to be three to five people on the RFP committee. Mr. Altmeyer stated that he prefers that the search consultant design the scope of the job. Mr. Koon stated that the parameters should still be somewhat defined for what we are looking for in a president.

Mr. Barnabei made a motion that Mr. Koon proceeds with an RFP to work with an executive search firm for the Presidential Search. Mr. Altmeyer seconded the motion. Motion carried.

**10. Adjournment**

The meeting adjourned at 6:52 p.m.

Minutes respectfully submitted by,

Stephanie Kappel  
Assistant to the President

Minutes approved by,

Larry Lemon  
Board of Governors Secretary