

MINUTES OF THE MEETING OF THE COUNCIL OF TRUSTEES  
CLARION UNIVERSITY OF PENNSYLVANIA  
NOVEMBER 21, 2013  
108 EAGLE COMMONS  
CLARION CAMPUS, CLARION, PA 16214

7:00 P.M.

I. RECORDING OF ATTENDANCE

The meeting was called to order by Mr. Kifer, Chairperson, with the following Trustees present:

Dr. Syed Ali-Zaidi  
Mrs. Milissa Steiner Bauer, Secretary  
Mrs. Susanne Burns  
Ms. JD Dunbar, Vice Chairperson  
Mr. James Kifer, Chairperson  
Mr. Randy Seitz  
Mr. Howard Shreckengost  
Mr. Jeffrey Szumigale  
Mr. Darren Young

The following trustees were absent for the meeting:

Mr. R. Lee James  
Ms. Donna Oberlander

The following members of the University administration attended the meeting:

Mr. Peter Fackler, Interim Vice President for Finance and Administration  
Mr. James Geiger, Vice President for University Advancement  
Dr. Christopher Reber, Executive Dean, Venango College  
Dr. Karen Whitney, President

II. Minutes

A motion was made by Mr. Seitz, seconded by Dr. Ali-Zaidi, that the minutes of the September 19, 2013 regular meeting of the Council of Trustees be approved as distributed by mail. The motion carried unanimously.

### III. COMMUNICATIONS

#### A. Public Comments

Mr. Kifer asked individuals offering public comments to limit their remarks to no more than three minutes. Mr. Kifer further requested that if a group had several individuals speaking on its behalf, that group limit itself to no more than three speakers and that speakers with materials for the trustees provide those to Mr. James Geiger, Vice President for University Advancement.

Dr. Ellen Foster, Associate Professor of English, expressed her disappointment in the lack of response to the Faculty Senate resolution opposing the university's workforce plan that had been presented at the September 2013 Council of Trustees meeting. She noted her lack of confidence in both the administration and the Council and described retrenchment as the termination of a professional life and the breaking of a mutual commitment.

Dr. Hank Alviani, Associate Professor of Music, shared that he was considering a faculty position at Grove City College. He noted that students choose to attend institutions such as Grove City that cost more than Clarion because those schools value the liberal arts.

Mr. Ray Lichauer, a 1970 Clarion University graduate, noted his concern about the university's enrollment decline. He indicated that the university's marching band was about one-third the size it should be. He noted that he had brought handouts for the trustees on the overall performance of Clarion University Athletics over the last six years, the records of Clarion University football coaches, and the levels of scholarship and other aid provided to Clarion University athletes.

Ms. Amanda Pries, student, shared that she had chosen Clarion University because of its faculty. She noted the emotional impact on students of retrenching faculty members.

Dr. Paula Amrod, Professor of Music, expressed her pride in Clarion University's students and concern for what they had endured as a result of the proposed faculty cuts.

Dr. Herb Luthin, Professor of English, noted the number of Clarion logo t-shirts and other items that had been presented to the trustees as a symbol of faculty and student protest of the workforce plan. He indicated that while he did not wear Clarion logo clothing, he was putting his 23 years at Clarion University on the table.

Dr. Randy Potter, Professor of Psychology, noted that despite decent enrollment numbers, his department would be affected by the workforce plan because of its faculty costs. He indicated that the replacement of full-time professors with temporary faculty members did not seem to be a wise alternative.

B. Report of Student Senate

Clarion Student Senate President Todd Garrett reported on his group's activities, including a successful 19<sup>th</sup> Annual Equity Banquet and Awards Ceremony and effort to aid victims of the recent typhoon in the Philippines. He also reported on the Senate's approval of some new Recognized Student Organizations (RSOs) on campus.

C. Report of Faculty Senate

Faculty Senate Vice Chairperson Dr. Sally Sentner indicated that the Faculty Senate had approved the proposed 2014-2015 Academic Calendar along with 105 curriculum proposals and revisions. She noted that Senate had recruited and appointed faculty to serve on the search committee for the new Director of the School of Nursing and Allied Health and had worked on policies related to student class attendance, cheating, and the academic integrity of online programs. Dr. Sentner concluded her report by highlighting awards garnered by various university faculty and affirming the Faculty Senate's opposition to the university's workforce plan.

D. Council Chairperson's Report

Mr. Kifer thanked trustees who had participated in the Fall 2013 PA Association of Councils of Trustees (PACT conference hosted by Clarion University on October 9-10. He noted that the conference had attracted a large turnout, including Chancellor Frank Brogan and Board of Governors Chairman Guido Pichini

Mr. Kifer reminded trustees that Winter Commencement was Saturday, December 14. He also reminded trustees that constituent group interviews for President Whitney's 2013-2014 performance evaluation would be held on Friday, January 31, 2014.

Mr. Kifer indicated that the remainder of the Council's agenda would be re-ordered to allow auditors from the firm CliftonLarsonAllen, to present the university's audited financials for the prior year and then make their return trip to Philadelphia.

IV. Audited Financial Statements for Year Ended June 30, 2013

Mr. Fackler introduced Ms. Nancy Gunza, Principal, and Mr. Chris Truman, Manager, of CliftonLarsonAllen, who distributed bound copies of the Clarion University Audit Results for Year Ended June 30, 2013. Ms. Gunza discussed the audit's scope of work and reported that no material weaknesses had been found in the university's internal controls and that there had been no disagreements with management. In recapping the audit, Ms. Gunza noted that the net position of the university had decreased \$6.7 million from 2012 to 2013 with an increase in liabilities exceeding growth in assets. She further noted that decreases in state funding and tuition and fee revenue had been contributing factors.

In response to a question from Chairman Kifer about requirements for booking liability for postemployment benefits, Ms. Gunza indicated that the requirement, when it occurs, would have a huge impact as the numbers were expected to be very large.

Mr. Kifer thanked Ms. Gunza and Mr. Truman for their report.

V. REPORTS AND RECOMMENDATIONS OF THE PRESIDENT

A. President

Action Item

1. Approval of Order of Succession Plan

Dr. Whitney reported that per a revision to Board of Governors Policy 1983-14-A: *Appointing Interim and Acting Chief Executive Officers* PASSHE universities were now required to obtain annual approval from their Councils of Trustees for their campus Order of Succession Plan. Dr. Whitney noted that a copy of the succession plan and the resolution seeking the trustees' approval had been included in the agenda for the November meeting.

A motion was made by Mr. Seitz, seconded by Mrs. Burns, to approve the following resolution. The motion carried unanimously.

WHEREAS, Board of Governors Policy 1983-14-A: *Appointing Interim and Acting Chief Executive Officers*, requires that each PASSHE university president develop and publish an Order of Succession identifying, in rank order, members of its university's executive management team who will act on behalf of the president in his/her absence; in the event the president is

temporarily unable to fulfill the responsibilities of the position; or in the event there is a vacancy; and

WHEREAS, Board of Governors Policy 1983-14-A, *Appointing Interim and Acting Chief Executive Officers*, requires that prior to the beginning of each academic year, the president deliver the university Order of Succession Plan to the Chancellor after a resolution and vote by the university's Council of Trustees; and

WHEREAS, the attached Order of Succession Plan provided by the President of Clarion University, lists in rank order the members of President Karen Whitney's executive management team to act on her behalf in her absence or in the event she is temporarily unable to fulfill her responsibilities, or in the event there is a vacancy;

THEREFORE, BE IT RESOLVED, that the Council of Trustees approves and certifies the attached Order of Succession Plan and directs the President Karen Whitney to deliver the Succession Plan to the Chancellor, in accordance with Board of Governors Policy 1983-14-A.

#### Information Items

1. PASSHE Update

Dr. Whitney reported that she had received many positive comments on the Fall 2013 PACT conference hosted by Clarion University. She noted her appreciation for the participation of new PASSHE Chancellor Frank Brogan and shared that he had been working with the Legislature to secure more funding for System universities.

2. Presidential 500-Day Plan November 2013 Status Report

Dr. Whitney called the trustees' attention to the November status report of her 500-Day Plan that had been attached to the Council agenda.

3. Workforce Plan

Dr. Whitney indicated that the revised Workforce Plan had been released and was being implemented. Trustee Darren Young indicated his support for the plan and for the university administration.

B. Academic Affairs

Action Items

1. Approval of the Proposed 2014-2015 Academic Calendar

In the absence of Provost Nowaczyk, who was attending the PASSHE Diversity Summit, Venango College Executive Dean Chris Reber presented the proposed 2014-2015 Academic Calendar. Dr. Reber noted that the calendar had been vetted with and endorsed by university governance groups.

A motion was made by Mr. Seitz, seconded by Mr. Young, that the following resolution be approved. The motion carried unanimously.

RESOLVED, that the Council of Trustees, Clarion University, approve the 2014-2015 Academic Calendar as submitted by the Division of Academic Affairs.

2. Approval of Nursing Degree Proposals

a. Doctor of Nursing Practice(DNP) Degree

Dr. Reber reported that the university's proposal for a Doctor of Nursing Practice (DNP) to be jointly offered with Edinboro University had been reviewed by the Chancellor's Office and was ready to be advanced to the Board of Governors for approval at that body's January 2014 meeting. He recognized the outstanding efforts of Dr. Shelly Moore, Interim Director of the School of Nursing and Allied Health, in shepherding the proposal that would create an important new credential for the university and respond to regional needs.

A motion was made by Dr. Ali-Zaidi, seconded by Ms. Dunbar that the following resolution be approved. The motion carried unanimously.

RESOLVED, that the Council of Trustees, Clarion University, contingent upon approval from the PASSHE Office of the Chancellor, approve the proposal for a jointly offered (with Edinboro University) Doctor of Nursing Practice (DNP) degree.

b. Four-Year Bachelor of Science in Nursing (BSN) Degree

Dr. Reber provided information on the university's efforts to offer a four-year traditional Bachelor of Science in Nursing degree on its Clarion campus. He noted that nursing had been cited as a top need by the Occupational Outlook Handbook.

A motion was made by Mr. Seitz, seconded by Dr. Ali-Zaidi that the following resolution be approved. The motion carried unanimously.

RESOLVED, that the Council of Trustees, Clarion University, contingent upon approval from the PASSHE Office of the Chancellor, approve the four-year Bachelor of Science in Nursing (BSN) degree proposal.

3. Small Business Development Center (SBDC) Grant Proposal to the United States Department of Agriculture (USDA)

Dr. Reber introduced Dr. Kevin Roth, Executive Director of the university's Small Business Development Center (SBDC) to present a resolution stipulating the conditions under which services would be rendered under a grant that the Center had received. Dr. Roth explained that the SBDC had been awarded \$78,000 from the U.S. Department of Agriculture to work with entrepreneurs and existing businesses in Clarion and Forest Counties in calendar year 2014.

A motion was made by Dr. Ali-Zaidi, seconded by Mr. Young, to approve the following resolution. The motion carried unanimously.

RESOLVED, that the Council of Trustees, Clarion University, approve the following resolution:

WHEREAS, Clarion University of Pennsylvania (hereinafter called public body) desires to obtain financial assistance under the Rural Business Enterprise Grant (RBEG) from the United States Department of Agriculture, pursuant to Section 310 B of the Consolidated Farm and Rural Development Act, for the purpose of providing increased consulting and training service capacity through the Small Business Development Center (SBDC) of Clarion University of Pennsylvania to work more directly with potential entrepreneurs and existing business in Clarion and Forest Counties. The office of the SBDC of Clarion University is hereafter referred to as the facility.

As a condition to and in consideration of receiving financial assistance from Rural Development, this resolution is being adopted.

THEREFORE, in consideration of the premises the public body agrees as follows:

- a. No private business enterprises shall be allowed to use or occupy the facility if such use or occupancy would be calculated to, or is likely to, result in the transfer from one area to another any employment or business activity provided by operations of the private business enterprises. This limitation shall not be construed to prohibit use and enjoyment of the facility by such private business entity through the establishment of a new branch, affiliate, or subsidiary if the establishment of such branch, affiliate, or subsidiary will not result in the increase in unemployment in the area of original location (or in any other area where such entity conducts business operations), unless there is reason to believe that such branch, affiliate, or subsidiary is being established with the intention of closing down the operations of the existing business entity in the area of its original location (or in any other area where it conducts such operation).
- b. No private business enterprises shall be allowed to use or occupy the facilities if such use or occupancy would be calculated to, or is likely to, result in an increase in the production of goods, materials, or commodities, or the availability of services or facilities in the area, where there is not sufficient demand for such goods, materials, commodities, services, or facilities to employ the sufficient capacity of existing competitive commercial or industrial enterprises, unless such financial or other assistance will not have an adverse effect upon existing competitive enterprises in the area.
- c. Prior to allowing the use or occupancy of the facilities by any private business enterprise, the public body shall clear such use or occupancy with the Manpower Administration, Department of Labor, Washington, DC, by submitting



information required by the Department of Labor for certification under the Act. This information shall be submitted to Rural Development for transmittal to the Department of Labor. The public body agrees to make no final commitment with any private business enterprise regarding such use or occupancy if the Department of Labor issues a negative certification under the Act. The public body shall obtain prior clearance in this matter for a period of three years after the date of an affirmative certification by the Department of Labor on the application for financial assistance now pending before the Rural Development.

This resolution shall be in force and effect immediately.

#### Information Items

1. Enrollment and Retention Update

Dr. Reber provided an update on enrollment, noting that the university was down 36 deposits compared to the same time last year. He reported that the university had hired Ms. Dana Bearer, Associate Director of Transfer and Adult Enrollment, to enhance outreach to that student population.

Trustee Ali-Zaidi provided Council members with copies of his memo to Provost Nowaczyk suggesting that the university introduce a materials science and engineering program. Dr. Ali-Zaidi noted that with its existing courses in applied electron microscope, nanotechnology, and physics, a materials science and engineering program would be a good fit for the university and would help enrollment.

2. The Harrisburg Internship Semester (THIS) Program Report

Dr. Reber introduced Dr. Barry Sweet, Clarion coordinator for The Harrisburg Internship Semester (THIS) Program. Dr. Sweet briefly described the internship through which students have the opportunity to work with a state agency and also complete a major research paper while earning 15 credits. He introduced senior Gabrielle Scrofano, a Women and Gender Studies major, who spoke to the trustees about the value of her THIS experience with the Senate Minority Research Office.

C. Finance and Administration

Information Items

1. Status of Facilities Report

Mr. Fackler provided an updates on facilities projects. He noted that Phase I of the Becht Hall renovation was underway, with move-in expected in late summer 2015. He further noted that design work on the Tippin project was nearly completed and that a move-in for that new facility was expected to occur in July 2016. Finally, Mr. Fackler noted that the installation of new synthetic turf at Memorial Stadium was expected to be completed by September 2014.

D. Student Affairs

Information Items

Mr. Dave Katis, Athletic Director, provided a report in the absence of Vice President for Student Affairs Harry Tripp. Mr. Katis noted that the university had received a \$39,000 grant from the PA Liquor Control Board to support its Good Neighbor Program. He also reported that the university's Eagle Dollars program, a component of students' dining program, had expanded to include a number of downtown Clarion merchants. He noted that to date, more than \$9,000 in Eagle Dollars had been spent in the Clarion community by Clarion University students with five participating merchants and that additional merchants were expected to get involved with the program.

E. University Advancement

Action Item

1. Certification of Foundation Compliance with Board of Governors Policy 1985-04, University External Financial Support

Mr. Michael Keefer, CEO of the Clarion University Foundation, Inc., reported that for FY12-13, the Foundation had provided over \$5.7 million in support to Clarion University, while the University had funded the Foundation \$813,042 in support of its operation.

A motion was made by Mr. Seitz, seconded by Ms. Dunbar, to approve the following resolution. The motion carried unanimously.

RESOLVED, that the Council of Trustees, Clarion University of Pennsylvania, upon recommendation of the President, hereby certifies that the Clarion University Foundation, Inc., complies with the Board of Governors Policy 1985-04.

Information Items

1. Update on Marketing Efforts

Mr. Geiger reported that under a contract with Mind Over Media, the university had been testing two branding concepts. He noted that a presentation would be made to the university community on the concepts before the close of the year.

2. Fund-raising Report

Mr. Geiger briefly addressed fund-raising, noting that private support was ahead of the prior year and that total donors had increased 15%.

Mr. Kifer called the trustees' attention to Annual Fund donation forms that were at their places and encouraged Council members to consider a tax-deductible gift to support Clarion University students and programs.

VI. REPORT OF COMMITTEES

A. Executive Committee

Mr. Kifer noted that the Trustees Executive Committee had met on November 15, 2013, and that copies of the minutes of the meeting would be sent to the trustees.

B. Finance Committee

Action Items

1. Approval of the Finance Committee Report

A motion was made by Mrs. Burns, seconded by Ms. Bauer, that the following resolution be approved. The motion carried unanimously.

RESOLVED, that the Council of Trustees, Clarion University, approve the Finance Committee report for November 21, 2013.

VII. UNFINISHED BUSINESS - None

VIII. NEW BUSINESS - Call for Executive Session

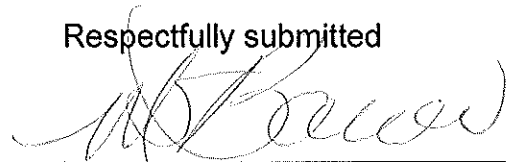
---

The trustees entered into executive session at 8:40 p.m. to discuss personnel issues and returned to public session at 8:56 p.m.

---

IX. ADJOURNMENT - The meeting was adjourned at 8:58 p.m.

Respectfully submitted

A handwritten signature in cursive script, appearing to read 'M. Steiner Bauer', written in black ink.

---

Milissa Steiner Bauer, Secretary  
Council of Trustees