

**Glenville State College
Board of Governors Meeting
June 15, 2016
Waco Center, Hall of Fame Room
Glenville, West Virginia**

Members Present: Mr. Greg Smith, Chairperson
Mr. Tim Butcher, Vice Chair
Dr. William Deel
Mr. Mike Forbes, via teleconference
Mr. Stephen Gandee
Mr. Richard Heffelfinger
Mr. Ralph Holder
Mr. Michael Rust
Ms. Sue Morris
Mr. Conner Ferguson, Student Representative
Mr. Paul Peck, Faculty Representative
Ms. Ann Reed, Staff Representative

Staff Present: Dr. Peter B. Barr, President
Mr. Robert O. Hardman, II, Executive Vice President
Mr. Marcal Lazenby, Director of Athletics
Mr. Dennis Pounds, Vice President for College Advancement
Mr. James W. Spears, Senior Vice President for External Relations
Ms. Teresa Sterns, Executive Assistant to the President
Dr. Milan Vavrek, Vice President for Academic Affairs

Others Present: Camden P. Siegrist, Esquire, Bowles Rice LLP
Greg Isaacs, Senior Managing Director, Capital Markets Group, Crews & Associates, Inc.

Call to Order

Chairperson Greg Smith called the meeting to order at 1:05 p.m.

Marcal Lazenby introduced the new Acrobatic and Tumbling Coach, Amanda McGill.

Swearing In of New and Re-Appointed Board Members

Chairperson Greg Smith administered the Oath of Office to the newly appointed lay member Michael Rust and re-appointed lay member Stephen Gandee.

A quorum was established.

Mr. Heffelfinger requested that the minutes be amended on page 5 regarding the total band scholarship cost estimate. The scholarship estimate amount needs to be changed from \$750,000 to \$75,000.

Approval of Minutes

BILL DEEL MOVED TO APPROVE THE MINUTES OF THE APRIL 6, 2016 MEETING AS AMENDED. TIM BUTCHER SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Public Comment

N/A

Chairperson Smith amended the order of agenda items moving item 9f in front of item 6 and the President's Report to directly follow new business. He introduced Mr. Camden Siegrist, Bowles and Rice, and asked him to discuss the bond refinancing of Goodwin Hall and Pioneer Village.

Mr. Siegrist provided the bond refinancing resolution to the Board and a final copy of the contract of lease/purchase between Board of Governors and the Housing Corporation to Ms. Sterns to include with the minutes. Mr. Siegrist discussed the bond refinancing and Mr. Greg Isaacs, Crews & Associates discussed the interest rates of the bond refinancing and noted the rate is a 4.34 percent fixed rate loan with leveled debt service for thirty years. The following questions were raised:

Q. Is the bond refinancing on HEPC's next meeting agenda?

A. President Barr replied that the bond refinancing is on HEPC's next agenda.

Q. What kind of fees will this incur?

A. Mr. Isaacs indicated underwriter fees, etc.

Q. What are the negatives and positive elements to the College?

A. Mr. Isaacs replied that the State's budget is a negative risk and the refinancing is a lot of debt for a small school. The positive element is that the College will have the opportunity in ten years to fund the bonds.

Q. Can the bonds be combined?

A. Mr. Siegrist answered, "No" and further noted that there are efficiencies and will not be double fees.

Q. Are fees built into bond offering?

A. Mr. Siegrist answered, "Yes."

Q. Will we still be included in Moody's rating?

A. Mr. Siegrist replied the bond refinancing is non-rated, so Moody's will no longer report.

Q. What kind of reserve will the College be obligated for?

A. Mr. Isaacs responded, "Half of one year's payment."

RICH HEFFELFINGER MOVED THAT THE BOARD OF GOVERNORS APPROVES FINAL APPROVING RESOLUTIONS OF THE GLENVILLE STATE COLLEGE BOARD OF GOVERNORS WITH RESPECT TO THE REFUNDING OF THE GILMER COUNTY, WEST VIRGINIA COMMERCIAL DEVELOPMENT REVENUE BONDS (GLENVILLE STATE COLLEGE HOUSING CORPORATION PROJECT) SERIES 2009, AND THE GILMER COUNTY, WEST VIRGINIA COMMERCIAL DEVELOPMENT REFUNDING REVENUE BONDS (GLENVILLE STATE COLLEGE HOUSING CORPORATION PROJECT) SERIES 2011A, AND THE ISSUANCE BY GILMER COUNTY, WEST VIRGINIA, ACTING BY AND THROUGH THE COUNTY COMMISSION OF GILMER COUNTY, WEST VIRGINIA, OF NOT TO EXCEED \$29,500,000 IN AGGREGATE PRINCIPAL PAR AMOUNT OF GILMER COUNTY, WEST VIRGINIA COMMERCIAL DEVELOPMENT REFUNDING REVENUE BONDS IN ONE OR MORE SERIES, TO PROVIDE FUNDS TO ACCOMPLISH SUCH REFUNDING; AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE CONTRACTS OF LEASE/PURCHASE AND RELATED AGREEMENTS AND DOCUMENTS; AND TAKING OTHER ACTIONS IN CONNECTION WITH THE ISSUANCE AND SALE OF SUCH BONDS AND SUCH REFUNDING. TIM BUTCHER SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Updates

Mr. Smith thanked all who submitted updates for the Board book and invited members to offer comments and ask questions.

Questions and comments:

Mr. Pounds announced that Mr. Darryl Woofter, alumnus, passed and designated Glenville State College as the residual benefactor of his estate. Scholarships will be set up for students in Gilmer and Kanawha Counties.

Mr. Spears referenced page 17 of the Board booklet and discussed the Early Entrance Program/Dual Credit. Glenville State was selected in a national competition to participate in a four-year pilot program. The program allows high school students seeking dual credits to use Pell grant funds. Mr. Spears provided a PR/marketing piece that announces the program. The College initially chose nine counties for partnership but may decide to open the program in additional counties.

Q. What nine counties are partnering with the College?

A. Mr. Spears announced the following are partnering or determining their participation: Braxton, Calhoun, Clay, Doddridge, Gilmer, Grant, Kanawha, Nicholas, Raleigh, Ritchie, Webster, and Wyoming.

Q. Will the students count toward the College's FTE?

A. Mr. Spears answered, "Yes."

Mr. Spears further discussed the US Department of Education Experimental Site Initiative-Incarcerated grant on page 19 awarded to Glenville State. The College will offer two programs at Huttonsville and FCI-Gilmer to state and federal inmates who are eligible to receive Pell funding.

President Barr suggested that Dr. Vavrek include a note on the new teacher contracts stating, "You may be expected to teach on-line courses or teach at FCI-Gilmer and Huttonsville."

Mr. Spears responded that it typically takes two to three months to teach at FCI-Gilmer and two to three days to obtain clearance to teach at Huttonsville.

Q. Will the College have the opportunity to expand to other prisons in the State?

A. Mr. Spears replied that if the grant is like the last one the College received, the prisons were limited.

Ms. Reed commented that there are federal restrictions regarding the number of incarcerated students a college may enroll.

Q. May the College start a four-year business program again?

A. President Barr responded that there should not be any reason why the College could not offer it.

Q. May the College use alumni and recruiters to visit schools and market the Pell/Dual Credit program?

A. Mr. Spears responded that most schools have previously set class schedules for the fall; however, the College will advertise on tv/radio shows to promote the program for the spring.

Mrs. Morris suggested print ads in newspapers.

Executive Committee

Greg Smith, Chair, reported that the Committee discussed the State's budget shortfall and additional need for private funding due to the budget shortfalls. He announced the goal to raise two million dollars in private funding via the Housing Corporation. The Housing Corporation will hold the monies in a separate account to be used to provide short term cash reserves. The prime is currently 3.5 percent and a 4 percent payback interest only will be to the investor for the first five years. The collateral will not be physical property but the revenue stream from faculty staff housing. Rent proceeds would be used to pay investors back if revenues are not readily available.

Q. Will everything be sent out in writing?

A. Mr. Smith answered, "Yes."

Q. Does it require HEPC's approval?

A. President Barr replied, this action will be taken by the Housing Corporation, so HEPC's approval is not necessary, however, all draft legal documents have already been shared with the Chancellor and Mr. Bruce Walker.

Business and Finance Committee

Rich Heffelfinger, Chair, reported that the Committee reviewed and discussed resolutions and recommends all for approval. He noted that the tuition will increase to 4.5 percent and room and board will increase 3.5 percent.

A proposed tuition and fees schedule for FY2017 was provided to the Board along with a proposed FY2017 operating budget.

Q. What are other colleges doing regarding percentages of tuition and fees increases?

A. Mr. Hardman responded that he has not heard of increases over five percent.

A. President Barr indicated that WVU-P's percentage of increase is 7.5 percent and Marshall's will be between 5 and 15 percent.

RICH HEFFELFINGER MOVED THAT THE BOARD OF GOVERNORS APPROVES THE TUITION AND FEES SCHEDULE FOR THE FY2017 ACADEMIC YEAR AS PROPOSED. SUE MORRIS SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Mr. Heffelfinger referred to the resolution on page 45 and reminded the Board that it needs to stay vigilant regarding the budget and that the budget is reliant upon enrollment and may require adjustment at some time.

Mr. Butcher suggested making sure there are no deficits during the year.

President Barr noted that the Board meeting schedule may have to be adjusted to hold meetings further apart to allow for budget updates.

Q. What is the presumption for this year's enrollment?

A. President Barr responded the presumption is 50 more students than last year.

RICH HEFFELFINGER MOVED THAT THE BOARD OF GOVERNORS APPROVES THE BUDGET FOR FY2017 AS PROPOSED. CONNER FERGUSON SECONDED THE MOTION.

MOTION CARRIED WITH ONE MEMBER ABSTAINING (MS. ANN REED).

President Barr noted that budget constraints make it necessary to reduce the per student allocation for the on-line courses by 50 percent. He intends to bring the final draft of the amended on-line Board policy to the Board in August.

RICH HEFFELFINGER MOVED THAT THE BOARD OF GOVERNORS APPROVES THE ON-LINE POLICY PROPOSAL TO REDUCE THE PER STUDENT ALLOCATION FOR ON-LINE COURSES BY 50 PERCENT. MIKE RUST SECONDED THE MOTION.

MOTION CARRIED WITH ONE MEMBER VOTING AGAINST (MR. PAUL PECK).

Mr. Heffelfinger suggests changing "policy" to "procedure" in the proposed resolution as it is an institutional procedure and "procedure" will prevent confusion.

Q. What are the anticipated savings for changing the on-line course policy?

A. President Barr replied, "\$20,000."

Q. How will the procedure affect upper class students and should it only apply to freshmen?

A. President Barr recommended including the procedure in the student handbook now.

Mr. Hardman suggested including the procedure on all invoices.

Mr. Ferguson suggested sending out a campus-wide notification at the beginning of the semester to all student regarding the new procedure.

Q. How many faculty are teaching on-line classes?

A. Dr. Varek answered that the number of online courses scheduled for fall 2016 is 30, fewer relative to fall 2015, which was 39.

Q. Why was it reduced?

A. Dr. Vavrek replied that the comparison is difficult, however, because courses, particularly off-campus classes are still being added. Further, internships, practicums and work experience no longer qualify as online courses, which has reduced the number of online classes offered.

TIM BUTCHER MOVED THAT THE BOARD OF GOVERNORS APPROVES THE PROPOSED INSTITUTIONAL PROCEDURE, WITHHOLDING DIPLOMAS AND OFFICIAL TRANSCRIPTS. PAUL PECK SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Enrollment Management Committee

Steve Gandee, Chair, thanked all the Board members who wrote to prospective students and mentioned that further notes might be requested in the fall. He reported that the Committee met at 10:00 a.m. with admissions staff and interim director invited to join the meeting. Teresa Sterns provided a report to the committee and enrollment numbers are trending. Currently, there are 252 first-time freshmen, transfers, and re-admits; an increase from last year at this time when the number was 224. The current overall enrollment is 992. Admissions counselors are spending time contacting students who have applied and not registered. 36 students have rsvp'd for the June registration day.

Mr. Lazenby announced that Ms. Sterns provided him a list of students who are interested in athletics and the coaches are going to call the students who have applied but not registered.

Q. In reference to page 10, 629 returning students have registered. What is the number compared to last year?

A. Ms. Reed replied that she does not recall the number from last year, but that she does know there are 180 students returning who have not registered yet due, inter alia, to holds that prevent registration.

Student and Academic Affairs Committee

Ralph Holder, Chair, reported the Committee discussed the possibility of offering masters programs in behavioral science and business. He asked Dr. Vavrek to give a report on the program reviews and noted the Committee recommends approval of the resolution.

Dr. Vavrek discussed the program reviews process.

RALPH HOLDER MOVED THAT THE BOARD OF GOVERNORS APPROVES PROGRAM REVIEWS FOR THE FOLLOWING PROGRAMS: BACHELOR OF ARTS IN EDUCATION AND FOREST TECHNOLOGY ASSOCIATE OF SCIENCE PROGRAM REVIEWS. RICH HEFFELFINGER SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Committee of the Whole

President Barr discussed the background information provided in the book and noted that the corrective leases are a management contract between the College and the Housing Corporation. The Housing Corporation is a separate 501-C-3 corporation that has a board of its own and is the custodian of college housing.

PAUL PECK MOVED THAT THE BOARD OF GOVERNORS APPROVES THE PROPOSED CORRECTIVE LEASES BETWEEN GLENVILLE STATE COLLEGE AND THE GSC HOUSING CORPORATION. RALPH HOLDER SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

TIM BUTCHER MOVED THAT THE BOARD OF GOVERNORS APPROVE THE 2016-2017 BOARD MEETING SCHEDULE AS PROPOSED BUT SUBJECT TO CHANGE TO CORRELATE WITH THE BUDGET. SUE MORRIS SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Sue Morris, Chairperson of the Nominating Committee, presented the 2016-17 slate of officers as:

- Greg Smith, Chair
- Timothy Butcher, Vice-Chair
- Ralph Holder, Chair, Student and Academic Affairs Committee

- Rich Heffelfinger, Past Chairperson, and Chair, Business and Finance Committee
- Steve Gandee, Chair, Enrollment Management Committee

PAUL PECK MOVED TO APPROVE THE NOMINATED SLATE OF OFFICERS FOR 2016-17 AS PRESENTED. TIM BUTCHER SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

New Business

N/A

President's Report

President Barr provided a selected list of his activities since the last meeting to the Board. He reported that he, Jeff Boyles, Steve Ferguson, and others met with the mayor of Summersville and have high expectations that Glenville State will be offering courses at New River CTC in the near future. He further invited questions regarding the list of activities he provided.

Executive Session

IT WAS MOVED BY RICH HEFFELFINGER THAT THE BOARD OF GOVERNORS GO INTO EXECUTIVE SESSION UNDER THE AUTHORITY OF WV CODE §6-9A-4(b)(2)(A) TO DISCUSS THE PRESIDENT'S CONTRACT. MIKE RUST SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Rise from Executive Session

IT WAS MOVED BY MIKE RUST THAT THE BOARD RISE FROM EXECUTIVE SESSION AND RECONVENE IN OPEN SESSION. TIM BUTCHER SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Actions Emanating from Executive Session

After discussions in executive session, the Board took the following action:

IT WAS MOVED BY RICH HEFFELFINGER THAT THE BOARD OF GOVERNORS APPROVES CHANGES PROPOSED TO THE PRESIDENT'S CONTRACT DURING EXECUTIVE SESSION. MIKE RUST SECONDED THE MOTION.

MOTION CARRIED UNANIMOUSLY.

Adjournment

With no further business and hearing no objection, Chairperson Smith adjourned the meeting at 3:24 p.m.

Greg Smith
Chairperson

Teresa Sterns
Executive Assistant to the President