

**Minutes**  
**Board of Trustees Meeting**  
**Tuesday, June 10, 2014 – 6:00 p.m.**

**Trustees Present:**

Elaine Crider, Chair  
Reginald Felton  
Jerome Shelton  
Alejandra Castillo  
Anthony Tardd  
Joseph Askew  
Gabriela Lemus  
James Lyons, ex-officio  
Errol Schwartz, via teleconference  
Mary Thompson  
George Vradenburg  
Joshua Wyner

**Trustees Absent:**

Christopher Bell  
Kendrick Curry  
James Dyke

**Staff Present:**

Jackie Xu, Director, Institutional Research  
Rachel Petty, Interim Provost and Vice President for Academic Affairs  
Scott Barash, General Counsel  
Joseph Libertelli, Alumni Relations Director, David A. Clarke School of Law  
Donald Rickford, CFO  
Mary Ann Harris, Director of Contracting and Procurement  
Smruti Radkar, Assistant General Counsel  
Stacie Mills, Office of the General Counsel  
Beverly Franklin, Executive Secretary to the Board of Trustees

**Call to Order and Roll Call**

Chair Crider called the meeting to order at 6:35 p.m. The roll was called and a quorum was present.

**Approval of Minutes**

The minutes of the April 29, 2014 meeting were reviewed and unanimously approved.

Chair Crider asked to add two items to the agenda: the executive appointment of Marilyn Hamilton (Acting Dean for Academic Affairs – Community College) and the proposed rulemaking regarding the Board of Trustees committee structure. The Board approved adding these items to the agenda.

**Report of the Chairperson**

Chair Crider announced she would present the Chairperson's report later.

**Report of the President**

Dr. Lyons presented the Vision 2020 pamphlet. He thanked Michael Rogers and his team for compiling the document.

Dr. Lyons asked Jackie Xu, Director of Institutional Research, to briefly discuss graduation rates. Ms. Xu explained how graduation rates are determined and discussed the fall 2011 cohort in the flagship.

**Report of the Executive Committee**

No Committee Report.

**Report of the Committee of the Whole**  
No Committee Report.

**Report of the Academic Affairs Committee**

In the absence of Academic Affairs Committee Chair Kendrick Curry, Trustee Thompson gave the Academic Affairs Committee report. She presented the 2014 Faculty Reduction in Force resolution and read a portion of the resolution. Professor Wilmer Johnson spoke regarding the proposed Reduction in Force. Trustee Askew offered an amendment to retain one of the two physics positions that had been recommended for reduction. After some discussion, Trustee Askew withdrew the amendment.

**Motion:**

*Resolution No. 2014-18: 2014 Faculty Reduction in Force*

WHEREAS, pursuant to Article XXI - Reduction In Force of the Sixth Master Agreement Between the University of the District of Columbia and the University of the District of Columbia Faculty Association/NEA ("Sixth Master Agreement") and D.C. Code §1-618.8 (a), the University expressly reserves the sole right "[t]o relieve employees of duties because of lack of work or other legitimate reasons;" and

WHEREAS, Board of Trustees Resolution 2014-10 terminated 17 academic programs causing there to be faculty members in certain academic disciplines for which the University has no academic program and thus no need for continuing full-time faculty appointments; and

WHEREAS, there are certain faculty members who do not hold the qualifying degree to teach in the academic program in which they are assigned and the University has no need for continuing full-time faculty appointments in those designated academic programs in which faculty members do not hold the qualifying degree to teach; and

WHEREAS, the Provost has identified the faculty positions (see attached 2014 Recommended Faculty Reductions) to be eliminated based on the Board-approved program terminations, faculty positions in academic disciplines for which there is no Board-approved academic program, and faculty in positions in which the faculty member does not hold the qualifying degree to teach in a Board-approved program and;

WHEREAS, faculty members subject to termination as a result of this reduction in force shall be provided notice of termination pursuant to Article XXI of the Sixth Master Agreement.

WHEREAS, faculty members subject to termination as a result of this reduction in force action shall be provided notice of termination no later than August 16, 2014;

THEREFORE BE IT RESOLVED, that the Board of Trustees approves a Reduction in Force for the positions as identified in the attached list ("2014 Recommended Faculty Reductions in Force.")

The resolution was approved with one abstention (Trustee Shelton).

Trustee Thompson presented the intellectual property policy. She read a portion of the resolution into the record.

**Motion:**

*UDC Resolution No. 2014-19: Intellectual Property Policy*

WHEREAS, the District of Columbia law (D.C. Official Code § 1201.01(a) provides for the Board of Trustees of the University of the District of Columbia to adopt, prescribe, amend, repeal, and enforce such bylaws, rules, and regulations as it may deem necessary for the governance and administration of the University; and

WHEREAS, The University of the District of Columbia encourages creative and scholarly research, courses, works and inventions, broadly known as Intellectual Property; and

WHEREAS, the UDC Vision 2020 Strategic Plan seeks to increase online learning opportunities from individual courses to fully online programs; and

WHEREAS, The University of the District of Columbia seeks to support and reward research and scholarship and clarify rights and responsibilities;

NOW, THEREFORE, BE IT RESOLVED THAT the Board of Trustees hereby adopts the Intellectual Property Policy as attached and incorporated hereto.

The resolution was approved with one abstention (Trustee Castillo).

Trustee Thompson presented the resolution regarding the appointment of Marilyn Hamilton as Acting Dean for Academic Affairs at the community college.

**Motion:**

*UDC Resolution No. 2014-20: Executive Appointment of Ms. Marilyn Hamilton as Acting Dean for Academic Affairs of the University of the District of Columbia Community College (UDCCC)*

WHEREAS, pursuant to 8 DCMR §212.1, all Dean of academic colleges positions shall be filled by executive appointment; and

WHEREAS, pursuant to 8B DCMR §212.3 a person serving in an “acting” status for an executive appointment shall be limited to one (1) year; and

WHEREAS, Ms. Hamilton has been recommended to serve as the Acting Dean for Academic Affairs at the University of the District of Columbia Community College, based on her knowledge, past accomplishments, and extensive experience; and

WHEREAS, after review of her credentials it has been determined that she is qualified for such position;

NOW THEREFORE BE IT RESOLVED, that the Board of Trustees of the University of the District of Columbia approves the appointment of Ms. Marilyn Hamilton as the Acting Dean for Academic Affairs at the Community College of the University of the District of Columbia (UDCCC) effective April 1, 2014, consistent with the terms and conditions of her appointment letter.

The resolution was unanimously approved.

**Report of the Budget and Finance Committee**

Budget and Finance Committee Chair Felton presented the proposed rulemaking regarding the tuition increase for the community college, flagship and graduate students. There was a lengthy discussion regarding the increase. A motion was made and unanimously approved to include the law school in the tuition increase.

**Motion:**

*UDC Resolution 2014-21: Notice of Proposed Rulemaking to Chapter 7, Updating Tuition Structure for Community College, Flagship, Graduate and Law School Students*

WHEREAS, District of Columbia law (D.C. Official Code §38-1202.06(8)) provides for the Board of Trustees of the University of the District of Columbia (“University”) to fix tuition, and fees in addition to tuition, to be paid by resident and nonresident students attending the University; provided, that such tuition and fees are adopted by the Trustees in accordance with the provisions of D.C. Official Code §2-505(a); and

WHEREAS, the University consists of a flagship urban land-grant university offering a broad range of academic and professional programs including a community college offering workforce development opportunities, academic certifications and academic associate degrees and a law school whose mission is to recruit and enroll students from groups under-represented at the bar and represent the legal needs of low-income District of Columbia residents through the school's legal clinics; and

WHEREAS, the Board of Trustees of the University of the District of Columbia adopted under Resolution No. 2012-27 (June 13, 2012) a policy of increasing tuition by the rate of growth of the Consumer Price Index in the previous year plus one percent;

WHEREAS, the United States Department of Labor Bureau of Labor Statistics stated via official release that the rate of change in the Consumer Price Index for All Urban Consumers, United States City Average, for all items less food and energy equaled one and five tenths of one percent (1.5%) in the twelve months ending December 2013;

WHEREAS, the tuition increases are necessary to the University of the District of Columbia's commitment to providing access to enhanced postsecondary educational opportunities;

THEREFORE, BE IT RESOLVED that the Board of Trustees of the University of the District of Columbia hereby takes proposed rulemaking action to amend Chapter 7 of the University Rules (Title 8B DCMR) to increase tuition to the rates as indicated in the Notice of Proposed Rulemaking effective Spring 2015; and

BE IT FURTHER RESOLVED that the General Counsel is hereby directed to publish this Notice of Proposed Rulemaking in the D.C. Register as soon as is practicable for a comment period of not less than thirty (30) days, in accordance with the provisions of D.C. Official Code §2-505 (a).

The resolution was approved.

Chair Felton presented the reprogramming of funds resolution.

**Motion:**

*UDC Resolution No. 2014-22: Reprogramming of Funds (Funding Swap)*

WHEREAS, pursuant to 8 DCMR §204.2 all reallocations of funds within programs or other areas over \$250,000 must be approved by the Budget and Finance Committee and reported to the Board; and

WHEREAS, pursuant to 8 DCMR §205.4(b) specific authorization by the Board shall be required for any transaction which requires modification of the financial plan in excess of the reprogramming authority delegated to the President;

WHEREAS, a re-programming and funding swap in the amount of \$4.3 million is necessary to balance the FY 2014 budget;

NOW THEREFORE BE IT RESOLVED, that the University of the District of Columbia is hereby authorized to re-program funds as indicated above.

The resolution was approved unanimously.

**Report of the Audit, Administration and Governance Committee**

Audit, Administration and Governance Committee Chair Shelton reported his committee met but did not have a quorum to move some items forward for full Board consideration. He spoke about the importance of approving a couple of the policies (sponsored programs and antidiscrimination and harassment policies.) Trustee Askew suggested convening an Executive Committee meeting to consider the policies.

**Report of the Student Affairs Committee**

General Schwartz presented a resolution regarding the student trustee elections. He noted there were two technical changes involving updating legal citations and reorganizing sections. Another change would reduce the number of petition signatures to 25 signatures. General Schwartz read the resolution into the record and noted the last statement in the resolution should say June 2014.

**Motion:**

*UDC Resolution No. 2014-23: Election Procedures: Student Member of the Board Of Trustees*

WHEREAS, the election of the Student Member of the Board of Trustees ("Student Trustee") is governed by the provisions of 8 DCMR §122 "Student Member of the Board of Trustees" and DC Code §38-1202.01; and

WHEREAS, the provisions of 8 DCMR §122.7 require that the election be conducted in accordance with written procedures established by the President and approved by the Board; and

WHEREAS, the Election Procedures were last reviewed and updated in 2012 which resulted in changes to the composition of the Student Trustee Elections Committee and the option for students to cast their ballots electronically; and

WHEREAS, the President and Vice President for Student Affairs recommend that the number of verified signatures required for a petition to be valid be reduced from 100 to 25; and

WHEREAS, the Student Affairs Committee, after reviewing the revised procedures, concurs that the election for Student Member of the Board of Trustees should be conducted in accordance with the revised procedures;

THEREFORE BE IT RESOLVED, that the Board of Trustees of the University of the District of Columbia hereby approves the attached "Election Procedures for the Position of Student Member of the Board of Trustees" (Revised June 2014).

The resolution was unanimously approved.

General Schwartz also discussed student housing and reducing the number of students per unit from five to four students at the Consulate and that the change is being considered for the fall.

#### **Report of the Community College Committee**

Community College Committee Chair Dyke was not present. It was noted several resumes had been received for the position of Chief Executive Officer at the community college. Interviews will start soon.

#### **Report of the Facilities Committee**

In the absence of Facilities Committee Chair Christopher Bell, Trustee Shelton gave the committee report. He presented a resolution regarding Cable TV 98.

#### **Motion:**

*UDC Resolution No. 2014-24: Approval of Proposed Control Modification for the High Definition Upgrade of Cable TV 98.*

WHEREAS, pursuant to D.C. Official Code § 38-1202.01(a) (8), the University of the District of Columbia has the authority to procure and contract for goods and services;

WHEREAS, pursuant to 8B DCMR § 205.4 (e), the Board of Trustees is required to approve any commitment greater than one million dollars (\$1,000,000) in a single fiscal year for all University Procurements prior to the presentation of such contracts to the Council of the District of Columbia for its approval; and

WHEREAS, there is a proposed modification of contract number P0004480 to Human Circuit Inc. (contractor) for the High Definition Upgrade of Cable TV 98, Building 41 to fully transition UDC Cable TV to a file server based video production operation and provide a level of storage for archiving to prevent loss of an expanding video library and serve as program schedule back-up to the cable channel, internet streaming channel and the video streaming channel. The modification will upgrade the technology to the type of file server equipment, software, and service agreement that will support the computerized automated delivery, storage and back-up of UDC Cable TV video productions, and programming schedules to Comcast, RCN, Verizon, and video streaming over the University Website. The base contract (Purchase Order No. P0004480) is in the amount of \$956,143.86. The proposed modification is \$72,832.52. The proposed total of the contract will therefore be \$1,028,976.38.

WHEREAS, the Board has received all necessary certifications from the administration; and is satisfied that the proposed contract represents the proper culmination of the University's procurement process and represents what is most advantageous to the University;

NOW THEREFORE, BE IT RESOLVED that the University of the District of Columbia is hereby authorized to forward to the Council of the District of Columbia for its approval the proposed contract modification for the award of the High Definition Upgrade Cable TV Project, Building 41.

The resolution was approved with one no vote (Trustee Castillo).

Trustee Shelton presented a proposal to amend a lease between the university and the charter school incubator initiative. He read a portion of the resolution into the record.

**Motion:**

*UDC Resolution No. 2014-25: Approval of First Amendment to the Lease between the University and Charter School Incubator Initiative*

WHEREAS, pursuant to D.C. Official Code 38-1202.06, the Board of Trustees has responsibility to generally determine, control, supervise, manage, and govern all affairs of the University of the District of Columbia; and

WHEREAS, pursuant to 8B CMR 2101.1, the “President of the University, subject to the approval of the Board of Trustees, is authorized and empowered to rent any building or land...under jurisdiction of the President, or any available space therein, whenever such building, land or space is not then required for the purpose for which it was acquired”; and

WHEREAS, the University of the District of Columbia Expansion Act of 2010 grants exclusive use of the Patricia R. Harris Educational Center School building and site to the University to expand upon its collegiate mission and Workforce Development programs; and

WHEREAS, the University entered into a lease with the Charter School Incubator Initiative (“CSII”) on September 1, 2012 to permit CSII to renovate and occupy approximately 53,280 square feet of space to be used by the National Collegiate Preparatory Public Charter School and Ingenuity Prep Public Charter School (“Prep”); and

WHEREAS, student enrollment at Ingenuity Prep is increasing and CSII requires additional classroom space (approximately 12,000 square feet) to accommodate the growth; and

WHEREAS, Tenant has requested an amendment to the current lease that includes the following terms:

- **Space:** The expanded premises will consist of four (4) classrooms that are contiguous to the existing charter school Leased Premises (as defined in the Lease) and is approximately 12,000 square feet (“Expansion Premises”);
- **Rent:** Tenant will pay \$144,000 per year, or \$12 per square foot in base rent, plus approximately \$25,000 in utilities reimbursements, or \$2.11 per square foot, totaling approximately \$169,000 per year for the Expansion Premises. Rent credits will not apply to the Expansion Premises
- **Term:** Tenant will reduce the total term of the lease from its current twenty-five (25) year term to a total twenty (20) year term, covering the Leased Premises and Expansion Premises.

NOW THEREFORE, BE IT RESOLVED, that the Board approves the proposed First Amendment to the Lease and authorizes the President to take all necessary actions to finalize and execute the lease amendment.

The resolution was approved.

**Report of the Chairperson (continued)**

Chair Crider discussed the difficulty with obtaining quorums for some committees. She proposed a change in the committee structure which included a reduction in the number of committees. An amendment was proposed to remove the committee chairs from the Executive Committee and return the structure to the four officers. The amendment was approved.

**Motion:**

*UDC Resolution No. 2014-26: Restructuring of Board Committees – 8B DCMR Chapter 1- Notice of Proposed Rulemaking*

WHEREAS, the Board of Trustees has constituted standing committees for the efficient conduct of the business of the Board: and

WHEREAS, pursuant to 8B DCMR §110.3, the Chairperson is responsible for establishing the name, number of members, and jurisdiction of each standing committee; and

WHEREAS, the Chairperson seeks to amend 8B DCMR §110.1 to reflect changes in the standing committee structure such as limiting the membership of the Executive Committee to Officers of the Board only; consolidating the Student Affairs and Academic Affairs Committees; eliminating the Audit, Administration, and Governance Committee and Facilities Committee; establishing the Operations Committee; and establishing the Audit, Budget, and Finance Committee;

THEREFORE BE IT RESOLVED that the Board hereby approves the restructuring of the Board Committees as discussed and as reflected in the attached rulemaking; and

BE IT FURTHER RESOLVED that the Board of Trustees of the University of the District of Columbia hereby takes proposed rulemaking action to amend Chapter 1 of the University Rules (Title 8B DCMR) to reflect the changes as indicated; and

BE IT FURTHER RESOLVED that the General Counsel is hereby directed to publish this Notice of Proposed Rulemaking in the D.C. Register as soon as is practicable for a comment period of not less than thirty (30) days, in accordance with the provisions of D.C. Official Code §2-505 (a).

The resolution was approved. Chair Crider reported the proposed changes would go to rulemaking and come back to the board for final approval.

Chair Crider acknowledged Mr. Eric Gray, Vice President, SGA, who took pictures during the meeting.

The meeting adjourned at 9:30 p.m.

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Secretary's Signature

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Date