



Erie County Community College

Board of Trustees

September 23rd, 2020 Meeting Minutes

1. Called to Order by Attorney Talarico at 5:30pm
 - a. Board Present: Ronald DiNicola, Annette Wagner, Cheryl Rush Dix, Rev. Charles Mock, Justin Gallagher, David Mitchell, Tom Benson, Kathryn Sintal, Christina Vogel
 - b. Additional: Attorney Tom Talarico, CPA Joe Maloney, Executive Secretary Nicole Inan, Dr. Roy Church (via Zoom); open to public
2. Pledge of Allegiance
3. Hearing of the Public – None to be heard
4. Matters Related to the Election of Chair
 - a. Attorney Talarico reviewed the prior votes for the Officers of the Board.
 - b. Attorney Talarico explained that all votes, other than the Chairman, were voiced votes; the Chairman position was secret ballot as agreed to among the Board. This approach did not satisfy the Sunshine Law, and a re-vote was necessary by voice.
 - i. Mr. Mitchell nominated Mr. Ron DiNicola for the position of Chairman of the Erie County Community College Board of Trustees, Seconded by Mr. Benson;
 - ii. Mr. Gallagher motioned to close nominations, Seconded by Mr. Benson,
 - Ms. Rush Dix abstained; however, Attorney Talarico explained that the Board may not abstain unless there is a conflict of interest. Ms. Rush Dix changed vote to “yes.” Vote to close nominations passed unanimously.
 - iii. Vote on nomination of Mr. DiNicola as Chairman of the Board of Trustees passed unanimously by roll call vote.
 - c. Chairman DiNicola offered remarks
 - i. Thanked colleagues for taking the vote of confidence in electing him.
 - ii. As Members of the Board of Trustees, there is a fiduciary responsibility to the public, government, and those in other sectors.
 - iii. Important to honor the letter and spirit of the law; cannot guarantee infallible, but where mistakes are made they will be recognized and corrected.
 - iv. Since the beginning of the effort, efforts have always been to be transparent in the nature of the work being accomplished.

- v. Mayor Mitchell thanked everyone who stepped up to office.
 - vi. Attorney Talarico clarified that the other officer positions did not need re-affirmed.
 - d. Reverend Mock moved that this agenda be adopted for the purpose of this meeting, Seconded by Mr. Gallagher;
 - i. Mr. Gallagher moved to amend the agenda to read “Minutes of September 8th,” instead of “Minutes of September 9th”; Seconded by Mr. DiNicola, and passed unanimously.
 - ii. Adoption of motion, as amended, passed unanimously.
5. Approval of Minutes, as amended
- i. Motioned by Dr. Wagner, Seconded by Mr. Gallagher, and approved unanimously.
 - ii. Ms. Sintal thank Nicole Inan for the contribution of minutes and working with the Board.
 - iii. Chairman DiNicola echoed Ms. Sintals’ remarks, and thanked Attorney Talarico for his dedication to helping the Board of Trustees and Community College efforts.
6. Approval of ECC Four Month Budget (Sept. 1 through Dec. 31, 2020)
- a. Mr. Gallagher clarified that the time for the budget has been rather truncated in that this budget will need to be completed for the end of the year; and CPA Maloney has been working on the 2021; to be discussed at a later date.
 - i. Mr. Maloney provided a copy of said budget to the Board.
 - ii. Items addressed / reflected in the budget are potential employees to be hired in the immediate future, building space, resources, etc.
 - b. Ms. Sintal asked for further clarification regarding professional services
 - i. Mr. Maloney offered: Attorney, Accountant, Manuals, Strategic Planning, etc.
 - ii. Divided into what resources are used at this time
 - iii. Mr. Maloney explained that the budget processes, once approved by the Board, will then need approved by the County Executive, as well as the County Council.
 - iv. Goal is to get a quick turn around and then focus on the 2021 calendar year budget.
 - v. Ms. Sintal voiced necessity of watching spending so that a budget does not become over extended.
 - vi. Chairman DiNicola emphasized that, as a new budget begins, line items are subject to scrutiny
 - vii. Mr. Maloney explained that ½ the funding is expected to come from the Commonwealth and ½ from Erie County.
 - Voiced concern over the Commonwealth portion because do not know what their “plan” is

7. Authorization to utilize qualified adjunct faculty to organize coursework for degrees to be offered in 1 year Plan
 - a. Hire Faculty
 - b. Offices
 - a. Counseling
 - b. \$40,000+
 - c. Academic Support
 - i. Dr. Church discussed experience in plan and implementation and his role in volunteering to help
 - ii. From the time the State approved the Plan, the Board has one year to develop programs authorized by the State
 - iii. Curriculum and approval before classes can be scheduled
 - d. Working with agencies
 - i. In order to access financial aid options, must achieve “candidacy” status until college has achieved a full year of classes authorized by the state.
 - e. Currently starting late into the academic year; best served to start in the fall
 - f. Once a President is selected, he will hire a vice president, and the two will work together is the search of a Dean, etc.
 - g. Board of Trustees will be asked to submit curriculum, course descriptions, and delineate performance outlines
 - i. Goal is to meet PA requirements and those for accreditation standards
 - ii. Engage qualified people to pull together plan
 - iii. Scope and scale
 - Must have 3 degrees accessible in first year, and 50 outlined courses
 - h. Mayor Mitchell suggested the outreach to individuals that have been laid off locally
 - i. Dr. Church concurred; there are several pathways to tap into individuals with expertise in a variety of areas
 - i. Dr. Church emphasized that the other community colleges in the Commonwealth as well as the nation who offer the ability to tap into their professional resources
 - j. Ms. Sintal asked for clarification in regard to if the accreditation would transfer credits of the first and second years if students look to furthering education at another college
 - i. Dr. Church confirmed that the curriculum is designed with transfer in mind
 - ii. At least 50% of students are expected to transfer
 - k. Mr. Maloney stated that most positions would be filled in after the next year
 - i. No students in the first four months, so not much overage in expense
 - ii. Institutional Fees – Recruitments of President, CEO, IT, etc.
 - iii. Secretary approx. \$16/hr. with benefits
 - iv. Facilities (2500 sq. ft. per month)
 - v. Equipment rentals

8. Formation of Committee for Personnel Hires

- a. Controller, CFO/ Business Officer and President beginning Dec 1.
 - b. Secretary immediate need
 - c. Ms. Rush Dix motioned to accept the budget as proposed, Seconded by Mayor Mitchell, and passed unanimously.
 - d. Chairman DiNicola recommended Mr. Benson as Head of the Human Resource/Personnel Committee; Motioned by Mr. Gallagher, Seconded by Mayor Mitchell; unanimous vote.
 - i. Ad Hoc until Bylaws are decided
9. Formation of Conference Committee between the BOT & Empower Erie to discuss transition & potential collaboration
- a. Chairman DiNicola requested a motion to table; Mayor Mitchell tabled, Seconded by Mr. Gallagher
 - b. Chairman DiNicola recognized Empower Erie Members & support: Tim McNair, Judy Roth, Dale Roth, Councilman Anderson, Kathy Fatica, Erie County Council Chairman and co-founder Andre Horton, Councilpersons Clear & Rastetter
 - i. Council Chair Horton voiced his enthusiasm for this project and vowed a partner in Council
10. Legal update – Attorney Talarico
- a. Article of Incorporation are being processed; confirmed a 7-10 day turn around
 - b. Once achieved, may establish a checking account, etc.
 - c. Supplied rough draft of bylaws to the Board for their review and input
 - i. A work study session considered to build on this.
 - ii. CIO Sintal offered that she will compare and offer suggestions to the bylaws with her current examples – will provide for next meeting
 - d. Attorney Talarico discussed briefly Sunshine Law and its relation to advertising and work sessions vs. a regular meeting and the language
 - e. Rev. Mock moved to have a work study session/ informational session to request points of clarity; Seconded by Mr. Gallagher, and passed unanimously.
11. Procurement of Insurance for Directors & Officers
- a. Mayor Mitchell emphasized the importance of this and gave a recent example of how necessary attainment is, citing the potential for personal liability.
 - b. Discussion on possibly necessity for RFP; however no bylaws in place to name such. Councilman Carl Anderson offered that there may be potential to follow the County's policy in regard to this and being under \$25,000 RFP not necessary.
 - i. Attorney Talarico clarified that the Board of trustees acts accordingly and does not fall under Administrative code of Erie County or the Home Rule Charter
 - ii. Mr. Gallagher motioned to have Attorney Talarico gather information and action to be taken at a further time; seconded by Mr. Benson, and passed unanimously.

12. Other Business before the Board

- a. Legal Structure/ Bylaw discussion

Adjournment – Mayor Mitchell moved to adjourned at 7:09pm, seconded by Mr. Benson